



December 19, 2022

Alberta Securities Commission
British Columbia Securities Commission
The Manitoba Securities Commission
Financial and Consumer Services Commission, New Brunswick
Office of the Superintendent of Securities, Service Newfoundland & Labrador
Office of the Superintendent of Securities, Northwest Territories
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Nunavut
Ontario Securities Commission
The Office of the Superintendent of Securities, Consumer, Corporate and
Insurance Services Division, Prince Edward Island
Autorité des marchés financiers
Financial and Consumer Affairs Authority of Saskatchewan
Office of the Yukon Superintendent of Securities

Dear Sirs/Mesdames:

Re: The Green Organic Dutchman Holdings Ltd. (the "Entity")

We refer to the short form base shelf prospectus, including prospectus supplements (the "prospectus") of the above Entity dated November 27, 2020 relating to the sale and issue of up to \$50,000,000 in common shares, debt securities, subscription receipts, warrants and units of the Entity.

We, PKF Antares, consent to the incorporation by reference in the prospectus of our reports dated September 30, 2022 and November 15, 2022, to the shareholders of the Entity, on the following:

- Consolidated statement of financial position as at December 31, 2021;
- Consolidated statements of loss and other comprehensive loss, changes in equity, and cash flows for the year ended December 31, 2021 and related notes to the consolidated financial statements, including a summary of significant accounting policies;
- Unaudited condensed interim consolidated statements of financial position as at June 30, 2022 and 2021;
- Unaudited condensed interim consolidated statements of loss and comprehensive loss, changes in equity, and cash flows for the three-month and the six-month periods ended June 30, 2022 and 2021 and related notes to the unaudited condensed interim consolidated financial statements.

We report that we have read the prospectus and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the consolidated financial statements upon which we have reported or that are within our knowledge as a result of our audit of such consolidated financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours very truly,

PKF Antares

Professional Corporation
Chartered Professional Accountants

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