



Bennett Jones

Bennett Jones LLP
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May 16, 2024

VIA SEDAR+

Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
The Manitoba Securities Commission
Financial and Consumer Services Commission, New Brunswick
Superintendent of Securities, Newfoundland and Labrador
Nova Scotia Securities Commission
Superintendent of Securities, Prince Edward Island
Financial and Consumer Affairs Authority of Saskatchewan
Autorité des marchés financiers (Québec)
Northwest Territories Superintendent of Securities
Government of Nunavut – Office of the Superintendent of Securities
Office of the Yukon Superintendent of Securities

Re: Glass House Brands Inc. (the "Corporation")

Dear Sirs/Mesdames:

We refer to the short form base shelf prospectus of Glass House Brands Inc. (the "**Corporation**") dated May 16, 2024 (the "**Prospectus**") in connection with the public offering, from time to time, in each of the provinces and territories in Canada, of subordinate voting shares, restricted voting shares, limited voting shares, debt securities, subscription receipts, warrants and units of the Corporation.

We hereby consent to the references to our firm name on the cover page of the Prospectus and under the heading "*Legal Matters*" and "*Enforcement of Judgments Against Foreign Persons*" in the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are within our knowledge as a result of the services performed by us in connection with such matters.

Yours truly,

(signed) "*Bennett Jones LLP*"

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