

**By SEDAR Filing**

December 16, 2016

British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission  
Manitoba Securities Commission  
Financial Consumer Services Commission (New Brunswick)  
Office of the Superintendent of Securities Service Newfoundland and Labrador  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities (Prince Edward Island)  
Financial and Consumer Affairs Authority of Saskatchewan

To whom it may concern:

**Re: Canopy Growth Corporation (the “Issuer”)  
Filing Type: Short Form Prospectus**

We refer to the Short Form Prospectus (the “Prospectus”) of Canopy Growth Corporation (the “Corporation”) dated December 16, 2016 relating to its public offering of common shares.

We hereby consent to the reference to our name on page “ii” of the Prospectus, to the reference to our name and opinion under the heading “Eligibility for Investment” and to the reference to our name under the heading “Interest of Experts”. We confirm that we have read the Prospectus and that we have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that is derived from our opinion or is within our knowledge as a result of the services we performed in connection with such opinion.

Yours very truly,

(signed)

LaBarge Weinstein LLP