



December 10, 2020

**TRANSMITTED VIA SEDAR**

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

Dear Sirs and Mesdames:

**Re: Auxly Cannabis Group Inc.  
Final short form prospectus dated December 10, 2020**

We refer to the final short form prospectus of Auxly Cannabis Group Inc. (the “**Company**”) dated December 10, 2020 (the “**Prospectus**”) relating to an offering of common shares and common share purchase warrants of the Company.

We consent to the references to our name on page iii of the Prospectus and under the headings “Interests of Experts” and “Legal Matters” in the Prospectus, and to the use of and reference to our name and our legal opinions under the headings “Eligibility for Investment” and “Certain Canadian Federal Income Tax Considerations” in the Prospectus.

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from our legal opinions referred to above or that are within our knowledge as a result of the services that we performed in connection with such opinions.

Yours very truly,

(signed) “Owens Wright LLP”

OWENS WRIGHT LLP