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September 25, 2023

**VIA SEDAR+**

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

Dear Sirs/Mesdames:

**Re:        Numinus Wellness Inc. (the “Issuer”)**

We refer you to the prospectus supplement of the Issuer dated September 25, 2023 (the “**Supplement**”) to the short form base shelf prospectus of the Issuer dated June 27, 2023, relating to the qualification for distribution of up to \$10,000,000 of common shares of the Issuer through “at-the-market distributions” as defined in National Instrument 44-102 – *Shelf Distributions*.

We hereby consent to the reference to our firm name under the heading “*Legal Matters*”. We also consent to the reference to and use of our firm name and opinion under the heading “*Eligibility for Investment*”.

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

Yours truly,

(signed) “*Borden Ladner Gervais LLP*”