

September 19, 2019

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission, New Brunswick
Nova Scotia Securities Commission
The Office of the Superintendent Securities –
Consumer, Corporate and Insurance Services Division – PEI
Office of the Superintendent of Securities, Newfoundland and Labrador

Dear Sirs/Mesdames

**Re: Loblaw Companies Limited (the “Company”)
Final Short Form Base Shelf Prospectus dated September 19, 2019**

We refer to the final short form base shelf prospectus of the Company dated September 19, 2019 (the “**Prospectus**”), relating to the qualification for distribution of up to \$2,000,000,000 of debentures (unsecured), Second Preferred Shares and common shares.

We hereby consent to the reference to our name under the heading “*Legal Matters*” 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 services we performed in connection with the preparation of the Prospectus.

Yours truly,

(signed) “*Borden Ladner Gervais LLP*”