



May 9, 2024

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Canadian Securities Exchange
7210 - 100 King Street West
Toronto, Ontario, M5X 1E1

Attention: Listings & Regulation

Dear Sirs/Mesdames:

Re: Herbal Dispatch Inc. (the “Company”)

We are solicitors for the Company and in that capacity and, in accordance with section 2.7 of Canadian Securities Exchange Policy 6, provide our opinion in connection with the sale and issuance of 8,153,000 units of the Company at a price of \$0.05 per unit (the “Unit”) in respect of the first closing of a non-brokered private placement completed by the Company on May 8, 2024, for aggregate proceeds of \$407,650 (the “**Private Placement**”).

We have reviewed, and in connection with providing this opinion have relied solely upon, resolutions of the board of directors of the Company, dated May 8, 2024, and other relevant documents and we have considered such questions of law as we consider relevant or appropriate in the circumstances.

We are solicitors qualified to carry on the practice of law in British Columbia and we express no opinion as to any laws, or matters governed by any laws other than the laws of the Province of British Columbia and the federal laws of Canada applicable therein.

Based and relying on and subject to the foregoing, it is our opinion that the Units have been validly issued and the underlying common shares, have been validly issued as fully paid and non-assessable common shares in the capital of the Company.

This opinion is provided for the due discharge of your regulatory function and should not be relied upon by any other person without our prior written consent. This opinion is limited to the matters stated herein, and no opinion or belief is implied or may be inferred beyond the matters expressly stated herein. This opinion is given as of the date hereof and we disclaim any obligation or undertaking to advise you of any change in law or fact affecting or bearing upon this opinion occurring after the date hereof which may come or be brought to our attention.

Yours truly,

“DS Lawyers Canada LLP”