ORGANIGRAM HOLDINGS INC.
35 English Drive
Moncton, New Brunswick Canada E1E 3X3
Tel: (506) 384-1571/*Fax:* (506) 384-4266
(the "**Company**")

NOTICE OF CHANGE OF AUDITOR
(the "Notice")

To: **Deloitte LLP, Chartered Accountants**
And To: **Ernst & Young LLP, Chartered Accountants**

1. The directors of the Company have been advised that Ernst & Young LLP, Chartered Accountants, has resigned as the auditors for the Company; and

2. The directors of the Company propose to appoint Deloitte LLP, Chartered Accountants, as auditors of the Company, effective April 17, 2015, to hold office until the next annual meeting of the Company.

In accordance with National Instrument 51-102 - *Continuous Disclosure Obligations* ("**NI 51-102**"), the Company confirms that:

1. Ernst & Young LLP, Chartered Accountants, resigned as auditor of the Company, effective April 17, 2015, to facilitate the appointment of Deloitte LLP, Chartered Accountants, 44 Chipman Hill, Saint John, New Brunswick, E2L 4R9;

2. Ernst & Young LLP, Chartered Accountants, has not expressed any reservation in its reports or expressed a modified opinion for the most recently completed fiscal year of the Company, nor for the period from the most recently completed period for which Ernst & Young LLP, Chartered Accountants, issued an audit report in respect of the Company and the date of this Notice;

3. In the opinion of the Board of Directors of the Company, no "reportable event" as defined in NI 51-102 has occurred in connection with the audits of the most recently completed fiscal year of the Company nor any period from the most recently completed for which Ernst & Young LLP, Chartered Accountants, issued an audit report in respect of the Company and the date of this Notice; and

4. The Notice and Auditor's Letters have been reviewed by the Audit Committee and the Board of Directors.

Dated as of the 17th day of April, 2015

ORGANIGRAM HOLDINGS INC.

/s/ "*Roger A. Rogers*"
Roger A. Rogers
President