



Fogler, Rubinoff LLP

Lawyers

77 King Street West

Suite 3000, PO Box 95

TD Centre North Tower

Toronto, ON M5K 1G8

t: 416.864.9700 | f: 416.941.8852

foglers.com

February 13, 2015

Ontario Securities Commission (*Principal Regulator*)

British Columbia Securities Commission

Alberta Securities Commission

TSX Venture Exchange

Dear Sirs/Mesdames:

**Re: Nutritional High International Inc. (the "Corporation") -
Amended and Restated Prospectus dated February 13, 2015 (Amending and
Restating Prospectus dated January 29, 2015)
SEDAR Project Number 02271978**

We refer to the Amended and Restated Final Prospectus of the Corporation dated February 13, 2015 (amending and restating Prospectus dated January 29, 2015), relating to the offering of Units of the Corporation.

We hereby consent to the use of our firm name on page (ii) of the Prospectus and under the heading "Legal Matters", and we consent to the use of our firm name and the reference to our opinion under the headings "Eligibility for Investment" and "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 in the Prospectus that are derived from our opinion referenced above or that is within our knowledge as a result of the services we performed in connection with such opinion.

Yours very truly,

/s/ Fogler, Rubinoff LLP