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April 20, 2017

British Columbia Securities Commission
701 West Georgia Street
P.O. Box 10142, Pacific Centre
Vancouver, BC V7Y 1L2

Dear Sirs/Mesdames:

Re: Trenchant Capital Corp.

We refer to the prospectus of Trenchant Capital Corp. (the "Company") dated April 20, 2017 relating to the issue and sale of secured convertible debentures of the Company in the aggregate principal amount of a minimum of \$5 million and a maximum of \$20 million.

We consent to being named and to the use in the above-mentioned prospectus, of our report dated July 28, 2016 to the shareholders of the Company on the following financial statements:

- Consolidated Statements of financial position as at March 31, 2016 and March 31, 2015;
- Consolidated Statements of comprehensive loss, changes in shareholders' deficit and cash flows for the years ended March 31, 2016 and March 31, 2015, and a summary of significant accounting policies and other explanatory information.

We also consent to the use of our firm name under the heading "Experts" and to the use of our firm name and reference to our opinions under the heading "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations" in the Prospectus.

We report that we have read the prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours very truly,

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

PARTNERSHIP OF:

VANCOUVER Robert J. Burkart, Inc. Kenneth P. Chong Inc. Alvin F. Dale Ltd. Donald L. Furney, Ltd. David J. Goertz, Inc. Matthew G. Gosden, Inc. Barry S. Hartley, Inc. Reginald J. LaBonte Ltd. Robert J. Matheson, Inc. Rakesh I. Patel Inc. Lorraine W. Rinfret, Inc. Brad A. Robin Inc.
WHITE ROCK Michael K. Braun Inc. Peter J. Donaldson, Inc. Harjit S. Sandhu, Inc. **TRI-CITIES** Fraser G. Ross, Ltd. Brian A. Shaw Inc.