

February 9, 2021

Ontario Securities Commission  
British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities, Service Newfoundland & Labrador  
The Office of the Superintendent of Securities (Prince Edward Island)

Dear Sirs/Mesdames:

**Re: Revive Therapeutics Ltd. (the "Corporation")**

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We refer to the short form prospectus of the Corporation dated February 9, 2021 (the "Prospectus") relating to the distribution of 40,000,000 units ("Units") of the Corporation at a price of \$0.50 per Unit for aggregate gross proceeds of \$20,000,000.

We consent to being named and to the use, through incorporation by reference in the above-mentioned Prospectus, of our audit report to the shareholders of Revive Therapeutics Ltd. and Psilocin Pharma Corp. dated October 28, 2020 and February 8, 2021 respectively, on the following financial statements:

- Audited consolidated financial statements of Revive Therapeutics Ltd. as at June 30, 2020 and 2019, which comprise the consolidated statements of financial position as at June 30, 2020 and 2019, and the consolidated statements of comprehensive loss, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended June 30, 2020 and 2019, and the related notes comprising a summary of significant accounting policies and other explanatory information; and
- Audited financial statements of Psilocin Pharma Corp. as at March 5, 2020, which comprise the statements of financial position as at March 5, 2020, and the statement of comprehensive loss, statement of changes in equity and statement of cash flows for the period from February 10, 2020 (date of incorporation) to March 5, 2020, and the related notes comprising a summary of significant accounting policies and other explanatory information.

We report that we have read the Prospectus and all information specifically incorporated by reference therein 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.



**CLEARHOUSE LLP**  
CHARTERED PROFESSIONAL ACCOUNTANTS

Yours very truly,

*Clearhouse LLP*

Chartered Professional Accountants  
Licensed Public Accountants