

# Mao & Ying LLP

CHARTERED PROFESSIONAL ACCOUNTANTS

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To:

Alberta Securities Commission  
British Columbia Securities Commission  
Ontario Securities Commission  
Manitoba Securities Commission

Dear Sirs / Mesdames:

**Re: Sproutly Canada, Inc.**

We refer to the Final Short Form Prospectus of Sproutly Canada, Inc. ("Sproutly") involving Infusion Biosciences Canada Inc., dated December 19, 2018 (the "Prospectus") relating to the sale of (i) 15,400,000 equity units upon the deemed exercise of 15,400,000 equity special warrants of Sproutly; (ii) 10,750 convertible debenture units of Sproutly issuable upon the deemed exercise of 10,750 convertible debenture special warrants of Sproutly; (iii) 1,078,000 non-transferable broker equity warrants of Sproutly issuable on the deemed exercise of 1,078,000 non-transferable broker equity special warrants of Sproutly; and (iv) 788,333 non-transferable broker convertible debenture warrants of Sproutly issuable on the deemed exercise of 788,333 non-transferable broker convertible debenture special warrants of Sproutly, previously issued on October 24, 2018 on a private placement basis pursuant to prospectus exemptions under applicable securities legislation.

We consent to being named and to the use, through incorporation by reference in the abovementioned Prospectus, of our report dated November 23, 2018 to the directors of **Infusion Bioscience Canada Inc.** on the following financial statements:

- statement of financial position as at June 30, 2018;
- statements of loss and comprehensive loss, changes in equity and cash flows for the period from incorporation on February 27, 2018 to June 30, 2018, and 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 auditors' 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.

Vancouver, Canada  
December 19, 2018

*Mao & Ying LLP*

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