

July 19, 2019

**FILED VIA SEDAR**  
**File No: 145121-1001**

**British Columbia Securities Commission**  
**Alberta Securities Commission**  
**Saskatchewan Financial Services Commission**  
**The Manitoba Securities Commission**  
**Ontario Securities Commission**  
**The Financial and Consumer Services Commission (New Brunswick)**  
**Nova Scotia Securities Commission**  
**Canadian Securities Exchange**

Dear Sirs/Mesdames:

**Re: The Yield Growth Corp. (the "Company")**

We refer to the Short Form Base Shelf Prospectus of the Company dated July 18, 2019 relating to the qualification of distribution of offering of common shares, debt securities, warrants, and units or any combination thereof, up to an aggregate offering price of US\$10,000,000.

We consent to being named and to the use, through incorporation by reference, in the above-mentioned prospectus of our report dated March 21, 2019 to the shareholders of the Company on the following financial statements:

- Consolidated statement of financial position as at November 30, 2018 and 2017; and
- Consolidated statements of operations and comprehensive loss, changes in equity and cash flows for the years ended November 30, 2018 and 2017.

We report that we have read the prospectus and all information 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.

Yours truly,

SATURNA GROUP CHARTERED PROFESSIONAL ACCOUNTANTS LLP

