



**DALE MATHESON CARR-HILTON LABONTE LLP**  
CHARTERED PROFESSIONAL ACCOUNTANTS

1500 – 1140 W. Pender Street  
Vancouver, BC V6E 4G1  
TEL 604.687.4747 | FAX 604.689.2778

700 – 2755 Lougheed Hwy.  
Port Coquitlam, BC V3B 5Y9  
TEL 604.941.8266 | FAX 604.941.0971

200 – 1688 152 Street  
Surrey, BC V4A 4N2  
TEL 604.531.1154 | FAX 604.538.2613

WWW.DMCL.CA

February 15, 2019

**British Columbia Securities Commission**

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

**Saskatchewan Securities Commission**

Suite 601, 1919 Saskatchewan Drive  
Regina, Saskatchewan S4P 4H2

**Alberta Securities Commission**

Suite 600, 250–5th St. SW  
Calgary, Alberta T2P 0R4

**Ontario Securities Commission**

22nd Floor, 20 Queen Street West  
Toronto, Ontario M5H 3S8

Dear Sirs/Mesdames:

**Re: VSBLTY Groupe Technologies Corp.**

We refer to the prospectus of VSBLTY Groupe Technologies Corp. (the "Company") dated February 15, 2019 relating to the sale and issue of 14,600,000 common shares (the "Common Shares") in the capital of the Company and 7,300,000 Common Share purchase warrants (the "Warrants") of the Company issuable upon the deemed exercise of 14,600,000 issued and outstanding special warrants (the "Special Warrants") of the Company. The Special Warrants were issued on October 17, 2018 at a price of \$0.30 per Special Warrant to purchasers.

We consent to being named and to the use, through incorporation by reference in the above-mentioned prospectus, of our report dated February 7, 2019 to the shareholders of the Company on the following financial statements:

- Consolidated statement of financial position as at December 31, 2018; and
- Consolidated statements of loss and comprehensive loss, changes in shareholder's equity and cash flows for the period from incorporation on August 1, 2018 to December 31, 2018, and notes to the consolidated financial statements, including a summary of significant accounting policies.

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.

Yours very truly,

**DALE MATHESON CARR-HILTON LABONTE LLP**  
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**PARTNERSHIP OF:**

**VANCOUVER** Bradley G. Allen Inc. 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. Cherry H. Ho, Inc. Robert J. Matheson, Inc. Rakesh I. Patel Inc. Lorraine W. Rinfret, Inc. Brad A. Robin Inc.  
**SURREY** Michael K. Braun Inc. Peter J. Donaldson, Inc. Harjit S. Sandhu, Inc. **TRI-CITIES** Isomura Services Corp. Brian M. Legge Inc. Fraser G. Ross, Ltd. Brian A. Shaw Inc.