



**DALE MATHESON CARR-HILTON LABONTE LLP**  
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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, Inc.**

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

This prospectus is being filed in connection with the acquisition by VSBLTY Groupe of the Company, whereby pursuant to a merger of a wholly-owned subsidiary of VSBLTY Groupe and the Company, VSBLTY Groupe acquired all of the issued and outstanding securities of the Company in exchange for securities of VSBLTY Groupe.

We consent to being named and to the use, through incorporation by reference in the above-mentioned prospectus, of our report dated February 15, 2019 to the directors of the Company on the following financial statements:

- Statements of financial position as at December 31, 2017 and 2016; and
- Statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, 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 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.