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November 5, 2021

**VIA SEDAR**

**To:** British Columbia Securities Commission (Principal Regulator)  
Alberta Securities Commission  
Ontario Securities Commission  
Canadian Securities Exchange  
Prosperity Exploration Corp.

Dear Sirs/Mesdames:

**Re: Prosperity Exploration Corp. (the “Company”)  
Final Long Form Prospectus dated November 5, 2021 (the “Prospectus”)**

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We refer to the final long form prospectus dated November 5, 2021 (the “**Prospectus**”) of the Company relating to the distribution of a minimum of 3,500,000 and a maximum of 4,000,000 Common shares of the Company at the price of \$0.10 per share.


As Canadian tax counsel for the Company, we hereby consent to: (i) the use of our name in the “Experts” section in the Prospectus; and (ii) the Company’s use and reference in the Prospectus of our opinions relating to the disclosure in the “Eligibility for Investment” section of the Prospectus (the “**Opinion**”).

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are: (i) derived from the Opinion; or (ii) within our knowledge as a result of the services performed by us in connection with the Opinion.

This letter is provided solely for the purpose of assisting you in discharging your responsibilities in connection with the transaction described above and may not be used or relied upon by any other parties or for any other purpose.

Yours truly,

**THORSTEINSSONS LLP**

Per:   
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Alexander Demner\*

\*PRACTISING THROUGH A LAW CORPORATION

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