

October 18, 2023



VIA SEDAR+

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Ontario Securities Commission
Office of the Superintendent of Securities (Newfoundland & Labrador)

Dear Sirs and Mesdames:

Re: Amendment No. 2 dated October 18, 2023 to further amend the Amended and Restated Final Long Form Prospectus dated August 28, 2023 (amending and restating the final prospectus dated July 14, 2023) of Hybrid Power Solutions Inc. (the "Company")

We refer to the amendment No. 2 dated October 18, 2023 to further amend the amended and restated final long form prospectus dated August 28, 2023 of the Company (amending and restating the final prospectus dated July 14, 2023) (the "**Prospectus**") relating to the offering by the Company of units consisting of one common share and one-half of one warrant of the Company, with each whole warrant exercisable into one common share of the Company.

We consent to being named in and to the use of our report dated July 14, 2023 to the directors of the Company on the following financial statements:

- Consolidated statements of financial position as at November 30, 2022 and May 31, 2022;
- Consolidated statements of loss and comprehensive loss, changes in shareholders' deficiency and cash flows for the six-month period ended November 31, 2022 and for the year ended May 31, 2022; and
- the related notes, which comprise a summary of significant accounting policies and other explanatory information.

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from the financial statements on which we have reported or that is 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,

MNP LLP

Chartered Professional Accountants
Licensed Public Accountants

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