



KPMG LLP
600 de Maisonneuve Blvd West
Suite 1500, Tour KPMG
Montréal (Québec) H3A 0A3
Tel. 514-840-2100
Fax. 514-840-2187
www.kpmg.ca

Alberta Securities Commission
British Columbia Securities Commission
The Manitoba Securities Commission
Financial and Consumer Services Commission, New Brunswick
Office of the Superintendent of Securities, Service Newfoundland & Labrador
Office of the Superintendent of Securities, Northwest Territories
Nova Scotia Securities Commission
Nunavut Securities Office
Ontario Securities Commission
The Office of the Superintendent of Securities, Consumer, Corporate and Insurance
Services Division, Prince Edward Island
Autorité des marchés financiers
Financial and Consumer Affairs Authority of Saskatchewan
Office of the Yukon Superintendent of Securities

Dear Sirs/Mesdames:

Re: Stingray Digital Group Inc. (the “Entity”)

We refer to the short form prospectus of the above Entity dated October 17, 2017 relating to the sale and issue of an aggregate of 4,348,000 subordinate voting shares and variable subordinate voting shares at a price of \$9.20 per share of the Entity.

We consent to be named and to the use, through incorporation by reference in the above-mentioned short form prospectus, of our report dated June 7, 2017 to the shareholders of the Entity on the following consolidated financial statements:

Consolidated statements of financial position as at March 31, 2017 and March 31, 2016,

Consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and

notes, comprising a summary of significant accounting policies and other explanatory information



We report that we have read the short form 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 consolidated financial statements upon which we have reported or that are within our knowledge as a result of our audit of such consolidated 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,

*KPMG LLP**

October 17, 2017
Montréal, Canada