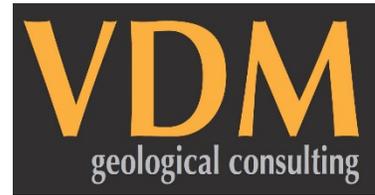


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Date: December 15, 2020

TO:
British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
TSX Venture Exchange

Re: Sherpa II Holdings Corp. Technical Report Letter of Consent

I, Luke van der Meer, do hereby consent to the public filing of technical report entitled "NI 43-101 TECHNICAL REPORT On the BAKAR PROPERTY NORTHERN VANCOUVER ISLAND, BRITISH COLUMBIA, CANADA" and dated October 6th, 2020 (the "Technical Report") by Sherpa II Holdings Corp. (the "Issuer"), with the TSX Venture Exchange under its applicable policies and forms in connection with the unincorporated joint venture to be entered into by the Issuer and I acknowledge that the Technical Report will become part of the Issuer's public record.

I confirm that I have read the Filing Statement and that the disclosure in the Filing Statement fairly and accurately represents the information in the Technical Report that supports the disclosure in the Filing Statement. I consent to the use of extracts from, or a summary of, the technical report in the Filing Statement document.

I further confirm that I have no reason to believe that there are any misrepresentations in the information contained in the Filing Statement that are derived from the Technical Report or within my knowledge as a result of the services performed by me in connection with the Technical Report.

luke van der meer



Luke van der Meer, P. Geo.