

November 12, 2019

**British Columbia Securities Commission  
Alberta Securities Commission**

Dear Sirs / Mesdames:

**Re: Vincero Capital Corp.**

We refer to the prospectus of Vincero Capital Corp. (the "Company") dated November 12, 2019 relating to the sale and issue of up to 5,000,000 common shares at a price of \$0.10 per common share for total gross proceeds of \$500,000.

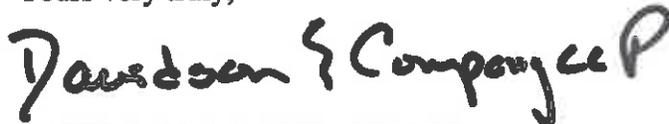
We consent to being named and to the use in the above-mentioned prospectus, of our report dated November 12, 2019 to the directors of the Company on the following financial statements:

Statement of financial position as at June 30, 2019;

Statements of operations and comprehensive loss, changes in shareholders' equity and cash flows for the period from incorporation on May 6, 2019 to June 30, 2019, and a summary of significant accounting policies and other explanatory information.

We report that we have read the prospectus and all information 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,



**DAVIDSON & COMPANY LLP**  
Chartered Professional Accountants

