

July 26, 2019

**VIA SEDAR**

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

Dear Sir/Madam:

Re: **MJ Innovation Capital Corp. (the “Corporation”)**

We refer to the final prospectus (the “**Prospectus**”) of the Corporation dated July 26, 2019 relating to the offering of 2,000,000 common shares in the capital of the Corporation.

As legal counsel to the Corporation, we hereby consent to the reference to our firm name on the cover page of the Prospectus and consent to the use of our firm name and the reference to our opinion under the heading “Eligibility for Investment”.

We confirm that we have read the Prospectus and that we have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are:

- (a) derived from our opinion referred to above; or
- (b) within our knowledge as a result of the services that we performed to render such opinion.

Yours very truly,

“Aird & Berlis LLP”  
AIRD & BERLIS LLP