

S. PAUL SIMPSON LAW CORPORATION

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November 13, 2023

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
New Brunswick Securities Commission
Nova Scotia Securities Commission
Director of Securities, Department of Government Services and Lands, Province of Newfoundland
and Labrador
Superintendent of Securities, Government of Prince Edward Island

Dear Sirs/Mesdames:

**Re: Li-FT Power Ltd. (the “Company”)
Prospectus Supplement dated November 13, 2023 (the “Prospectus Supplement”)**

We refer to the Prospectus Supplement to the short form (final) base shelf prospectus of the Company dated September 21, 2023 (the “**Prospectus**”) relating to an offering of common shares in the capital of the Company to be issued as “flow-through shares” within the meaning of the Income Tax Act (Canada)..

We hereby consent to the references to our firm name on the cover pages of the Prospectus and under the heading “*Legal Matters*”, and to the inclusion and use of our opinion under the heading “*Eligibility for Investment*”.

We confirm that we have read the Prospectus Supplement and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus Supplement that are derived from our legal opinion referred to above or that are within our knowledge as a result of the services that we performed in connection with such opinion.

Yours truly,

S. PAUL SIMPSON LAW CORPORATION

Per: “S. Paul Simpson”

S. Paul Simpson