
GRANT THORNTON LLP

757 Third Ave., 9th Floor
New York, NY 10017-2013

D +1 212 599 0100

F +1 212 370 4520

British Columbia Securities Commission

Alberta Securities Commission

Financial and Consumer Affairs Authority of Saskatchewan

The Manitoba Securities Commission

Ontario Securities Commission

Financial and Consumer Services Commission (New Brunswick)

Nova Scotia Securities Commission

Office of the Superintendent of Securities Service Newfoundland & Labrador

Office of the Superintendent of Securities (Prince Edward Island)

Dear Sirs/Mesdames:

Re: NowVertical Group Inc.

We refer to the short form prospectus of NowVertical Group Inc. (the "Company") dated December 7, 2021 relating to the sale and issue of units of the Company.

We consent to being named and to the use, through incorporation by reference in the above-mentioned short form prospectus, of our report dated June 18, 2021 to the shareholders of the Company on the following financial statements:

Consolidated statement of financial position of the Company as at December 31, 2020;

Consolidated income statement, consolidated statement of shareholders' equity and consolidated statement of cash flows of the Company for the period from September 22, 2020 (date of inception) to December 31, 2020, and a summary of significant accounting policies and other explanatory information;

Statements of financial position of Signafire Technologies, Inc. as at November 20, 2020, December 31, 2019 and January 1, 2019;

Income statements, statements of shareholders' (deficit)/equity, and statements of cash flows of Signafire Technologies, Inc. for the period from January 1, 2020 to November 20, 2020 and for the year ended December 31, 2019, and a summary of significant accounting policies and other explanatory information;

Statements of financial position of Seafront Analytics, LLC as at November 13, 2020 and December 31, 2019;

Income statements of Seafront Analytics, LLC for the periods from January 1, 2020 to November 13, 2020 and July 12, 2019 (date of inception) to December 31, 2019, statements of changes in members' deficit of Seafront Analytics, LLC as at November 13, 2020 and December 31, 2019 and for the periods from January 1, 2020 to November 13, 2020 and July 12, 2019 (date of inception) to December 31, 2019, and statements of cash flows of Seafront Analytics, LLC for the periods from January 1, 2020 to November 13, 2020 and July 12, 2019 (date of inception) to December 31, 2019, and 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 CICA Handbook - Assurance.

Yours sincerely,

Grant Thornton LLP