

October 28, 2022

By SEDAR

To: Ontario Securities Commission, as Principal Regulator under the
Passport System

And to: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities (Prince Edward Island)
Office of the Superintendent of Securities Service Newfoundland and Labrador

Dear Sirs/Mesdames:

**Re: Spectral Medical Inc. (the "Issuer")
Short Form Prospectus dated October 28, 2022 (the "Prospectus")**

We refer to the final short form prospectus dated October 28, 2022 (the "**Prospectus**") of the Issuer relating to the offering of units of the Issuer.

We consent to being named in the introductory section of the Prospectus and under the headings "*Plan of Distribution*" and "*Legal Matters*" in the Prospectus, and consent to the use of our legal opinion set out under the heading "*Eligibility for Investment*" in the Prospectus, which opinion is provided as of the date of the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are (i) derived from our legal opinion provided in the Prospectus, or (ii) within our knowledge as a result of the services performed by us in connection with such opinion.

Yours truly,

(signed) "Stikeman Elliott LLP"