

April 26, 2018

VIA SEDAR

Alberta Securities Commission
British Columbia Securities Commission
Saskatchewan Financial and Consumer Affairs Authority
Manitoba Securities Commission
Superintendent of Securities, the Government of Yukon
TSX Venture Exchange

Dear Sirs/Madams:

Re: Prospectus of Red River Capital Corp. (the “Corporation”) dated April 25, 2018

In connection with the filing of the final prospectus (the “**Prospectus**”) of the Corporation date April 25, 2018, with the securities regulatory authorities in Alberta, British Columbia, Saskatchewan, Manitoba and the Yukon Territory, we hereby consent to the use of our name on the face page of the Prospectus.

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are within our knowledge as a result of the services we performed in connection with the Prospectus.

This is a consent contemplated by Section 10.1 of National instrument 41-101, and to the extent permitted by law we disclaim any liability beyond the statutory liability provisions of Canadian securities legislation applicable to the Prospectus.

Yours truly,



Dentons (Canada) LLP