

January 24, 2018

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VIA SEDAR

File 18486.00001

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

Dear Sirs/Mesdames:

Re: Ring the Bell Capital Corp. (the "Corporation") – Final Prospectus

We refer to the final prospectus (the "**Prospectus**") of the Corporation dated January 24, 2018.

We hereby consent to the reference to our firm name on page (iii) of the Prospectus and reference to our firm name and opinions under the headings "Eligibility for Investment", "Relationship Between the Corporation and Professional Persons" and "Material Contracts" in 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 in the Prospectus that is derived from our opinions referred to above or that is within our knowledge as a result of the services we performed in connection with such opinions.

Yours truly,

WeirFoulds LLP

"WeirFoulds LLP"

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