



December 30, 2020

Via Sedar

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

Dear Sirs/Mesdames:

Re: Medicenna Therapeutics Corp. (the “Corporation”)

We refer you to the prospectus supplement dated December 30, 2020 to the base shelf prospectus of the Corporation dated July 28, 2020, relating to an offering of common shares of the Corporation (the “**Prospectus Supplement**”).

In the Prospectus Supplement, reference is made to our name under the headings “Documents filed as part of the U.S. Registration Statement” and “Legal Matters” and to our name and opinions under the heading “Certain Canadian Federal Income Tax Considerations”.

We hereby consent to being named in the Prospectus Supplement to the inclusion of the reference to the opinions of this firm and to the use of our opinions.

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

Yours truly,

(s) McCarthy Tétrault LLP