

October 22, 2021

**BY SEDAR**

Ontario Securities Commission  
The Manitoba Securities Commission  
British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
Financial and Consumer Services Commission, New  
Brunswick  
Nova Scotia Securities Commission  
The Office of the Superintendent Securities, Prince Edward  
Island  
Office of the Superintendent of Securities Service,  
Newfoundland & Labrador  
Office of the Superintendent of Securities, NWT  
Office of the Superintendent of Securities Nunavut  
Office of the Yukon Superintendent of Securities

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Dear Sirs/Mesdames:

**Quarterhill Inc. Prospectus Supplement dated October 22, 2021 (Prospectus Supplement)**

We refer you to the Prospectus Supplement dated October 22, 2021 of Quarterhill Inc. (the **Issuer**) in connection with the issuance of convertible unsecured subordinated debentures due October 30, 2026.

We hereby consent to the reference to our firm name on the cover page of the Prospectus Supplement and under the headings "Eligibility for Investment", "Certain Canadian Federal Income Tax Considerations" and "Legal Matters and Interest of Experts" in the Prospectus Supplement.

We 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 that are:

- (a) derived from our opinion referred to above; or
- (b) within our knowledge as a result of the services that we performed to render such an opinion.

Yours very truly,

*"Norton Rose Fulbright Canada LLP"*

Norton Rose Fulbright Canada LLP