



Crowe MacKay LLP

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August 2, 2022

British Columbia Securities Commission
Alberta Securities Commission

Dear Sirs/Mesdames:

Re: Departure Bay Capital Corp.

We refer to the long-form prospectus of Departure Bay Capital Corp. (the "Company") dated August 2, 2022 (the "Final Prospectus") relating to the qualification for distribution 2,000,000 common shares at a price of \$0.10 per common share of the Company.

We consent to being named and to the use, through inclusion in the above-mentioned Final Prospectus, of our report dated August 2, 2022 to the directors of the Company on the following financial statements:

statement of financial position as at February 28, 2022;

statements of net and comprehensive loss, changes in shareholders' equity (deficit) and cash flows for the period ended February 28, 2022; and

notes to the financial statements, including a summary of significant accounting policies and explanatory information.

We report that we have read the Final Prospectus and all information specifically included therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

A handwritten signature in black ink that reads "Crowe MacKay LLP".

Chartered Professional Accountants
Vancouver, British Columbia