

Reply to: Frank W. Quo Vadis
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File No.: 57351-1

December 24, 2021

TO: Clover Leaf Capital Corp.
British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Dear Sirs/Mesdames:

Re: Clover Leaf Capital Corp. (the "Company") - Final Prospectus dated December 24, 2021 (the "Final Prospectus")

As Canadian tax counsel for the Company, we hereby consent to: (i) being named in the Final Prospectus; and (ii) the Company's use and reference in the Final Prospectus of our opinion relating to the disclosure in the "Eligibility for Investments" section of the Final Prospectus (the "Opinion").

We confirm we have read the Final Prospectus and have no reason to believe that there are any misrepresentations in the information contained in it that are: (i) derived from the Opinion; or (ii) within our knowledge as a result of the services performed by us in connection with the Opinion.

Yours very truly,

KOFFMAN KALEF LLP

Per: *"Frank W. Quo Vadis"*

Authorized Signatory