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November 9, 2023

**VIA SEDAR+**

Alberta Securities Commission (as Principal Regulator under National Policy 11-202 *Process for Prospectus Review in Multiple Jurisdictions*)  
British Columbia Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers (Québec)  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities, Service Newfoundland and Labrador  
Office of the Superintendent of Securities, Consumer, Corporate and Insurance Services Division, Office of the Attorney General, Prince Edward Island  
Securities Registry, Government of the Northwest Territories  
Office of the Superintendent of Securities, Nunavut  
Registrar of Securities, Government of Yukon Territory

Dear Sirs/Mesdames:

**Re: Suncor Energy Inc. (the “Corporation”)**

We refer to the Corporation’s pricing supplement no. 2 dated November 9, 2023 (the “**Pricing Supplement**”) to a short form base shelf prospectus dated May 25, 2022 relating to the offering by the Corporation of Series 10 medium term notes.

In the Pricing Supplement, reference is made to the name and the opinion of this firm. We hereby consent to the use of our name and reference to our opinion under the heading “*Eligibility for Investment*” in the Pricing Supplement and we further consent to being named under the heading “*Legal Matters*” in the Pricing Supplement.

We confirm that we have read the Pricing Supplement and that we have no reason to believe that there are any misrepresentations in the information contained in the Pricing Supplement that are derived from our opinion referred to above or that are within our knowledge as a result of the services we performed in connection with such opinion.

Yours truly,

McCarthy Tétrault LLP

(signed) “McCarthy Tétrault LLP”