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November 17, 2021

**VIA SEDAR**

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

**RE: Definity Financial Corporation (the “Company”)**  
**Re: Final Base PREP Prospectus dated November 17, 2021**

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Dear Sirs/Mesdames:

We refer to the final base PREP prospectus dated November 17, 2021 (the “**Prospectus**”) of the Company relating to an initial public offering of common shares of the Company.

We hereby consent to the reference to our name on the face page of the Prospectus and under the heading “Legal Matters and Experts” and to the reference to our name and opinion under the headings “Eligibility for Investment” and “Certain Canadian Federal Income Tax Considerations” in the Prospectus.

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

Yours very truly,

*(Signed) “Blake, Cassels & Graydon LLP”*