

FILED BY SEDAR

October 26, 2018

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

Dear Sirs/Mesdames:

**RE: POCML 5 Inc. (the “Corporation”)
Final Long Form Prospectus dated October 26, 2018 (the “Prospectus”)**

We refer to the Prospectus relating to the initial public offering of common shares of the Corporation.

We, as counsel to the Corporation, hereby consent to the use of and reference to our firm opinion under the heading “Eligibility for Investment” and to the reference to our firm name on page 3 of the Prospectus and under the headings “Eligibility for Investment” and “Relationship Between The Corporation And Professional Persons”.

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 therein that is derived from our opinion referred to above or that is within our knowledge as a result of the services we performed in connection with such opinion.

Yours very truly,

IRWIN LOWY LLP