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**OSLER**

Toronto

June 20, 2018

Montréal

Ottawa

**FILED BY SEDAR**

Calgary

TO: Ontario Securities Commission, as Principal Regulator

New York

AND TO: Alberta Securities Commission  
British Columbia Securities Commission  
Saskatchewan Financial Services Commission  
Manitoba Securities Commission  
Autorité des marchés financiers  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
PEI Securities Office, Consumer, Corporate and Insurance  
Services Division, Office of the Attorney General  
Securities Commission of Newfoundland and Labrador  
Registrar of Securities under the Securities Act, Northwest Territories  
Registrar of Securities, Government of the Yukon Territory  
Registrar of Securities, Government of Nunavut

Dear Sirs/Mesdames:

**Life & Banc Split Corp. (the “Issuer”)**

We refer you to the prospectus supplement dated June 20, 2018 (the “Prospectus Supplement”) to the short form base shelf prospectus dated September 22, 2017 of the Issuer. In the Prospectus Supplement, reference is made to this firm on the face page, under the heading “Interest of Experts” and to the opinions of this firm under the headings “Eligibility for Investment” and “Canadian Federal Income Tax Considerations”. We hereby consent to being named in the Prospectus Supplement and to the use of our opinions.

We also confirm that we have read the Prospectus Supplement and that we have no reason to believe that there are any misrepresentations in the information contained in it that are: (i) derived from our opinion referred to above, or (ii) within our knowledge as a result of services we performed in connection with our opinion referred to above.

Yours very truly,

***“Osler, Hoskin & Harcourt LLP”***