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**OSLER**

Toronto

March 28, 2019

Montréal

Ottawa

**FILED BY SEDAR**

Calgary

TO: Ontario Securities Commission, as Principal Regulator

New York

AND TO: Alberta Securities Commission  
British Columbia Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Autorité des marchés financiers  
Financial and Consumer Services Commission, New Brunswick  
Nova Scotia Securities Commission  
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  
Office of the Superintendent, Nunavut Securities Office  
Office of the Superintendent of Securities, Northwest Territories

Dear Sirs/Mesdames:

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

We refer you to the prospectus supplement dated March 28, 2019 (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”***