

Osler, Hoskin & Harcourt LLP
Box 50, 1 First Canadian Place
Toronto, Ontario, Canada M5X 1B8
416.362.2111 MAIN
416.862.6666 FACSIMILE

OSLER

Toronto

November 17, 2017

Montréal

SENT BY SEDAR

Calgary

TO: Ontario Securities Commission, as Principal Regulator

Ottawa

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

Vancouver

New York

Dear Sirs/Mesdames:

Chartwell Retirement Residences (the “Issuer”)

We refer you to the prospectus supplement dated November 17, 2017 (the “**Prospectus Supplement**”) of the Issuer to the short form base shelf prospectus dated October 31, 2017. In the Prospectus Supplement, reference is made to this firm on the cover page and under the heading “Legal Matters and Interests of Experts” and to the opinion of this firm under the heading “Certain Canadian Federal Income Tax Considerations”. We hereby consent to being named in the Prospectus Supplement and to the use of our opinion.

We 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 is: (i) derived from our opinion referred to above; or (ii) within our knowledge as a result of services we performed in connection with such opinion.

Yours very truly,

“Osler, Hoskin & Harcourt LLP”