



Ref.: 4704.22009

May 4, 2017

Alberta Securities Commission  
British Columbia Securities Commission  
Ontario Securities Commission

**Re: Razor Energy Corp - (the "Corporation") Short Form Prospectus dated May 4, 2017  
(the "Prospectus")**

Dear Sirs:

We refer to our reports entitled "Evaluation of Certain P&NG Reserves of *The Vendor*" for Razor Energy Corp. (As of October 31, 2016)", dated November 28, 2016 and "Evaluation of the P&NG Reserves of Razor Energy Corp. (As of December 31, 2016)", dated March 15, 2017 (together, the "Swan Hills Reports"), and "Evaluation of the P&NG Reserves of *The Vendor*" (As of December 31, 2016)", dated February 22, 2017 (the "Kaybob Assets Reserve Report"); each of which is incorporated by reference in the Prospectus.

We hereby consent to the use of our name and references to excerpts from the Reports in the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the Swan Hills Reports or the Kaybob Assets Reserve Report or that are within our knowledge as a result of the preparation of such reports.

Sincerely,

Sproule

Matthew J. Tymchuk, P.Eng.  
Manager, Capital Strategies

MJT:nmt

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