



June 26, 2015

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Service Newfoundland & Labrador
Office of the Superintendent of Securities (Prince Edward Island)

We refer to the short form prospectus of Kelt Exploration Ltd. (the Company) dated June 26, 2015 relating to the sale and issue of 8,500,000 common shares at a price of \$8.85 per common share.

We consent to being named in and to the use, through incorporation by reference in the above-mentioned short form prospectus, of our report dated March 9, 2015 to the shareholders of the Company on the following financial statements:

- statements of financial position as at December 31, 2014 and December 31, 2013;
- statements of profit (loss) and comprehensive income (loss), changes in shareholders' equity and cash flows for the years ended December 31, 2014 and December 31, 2013;
- related notes, which comprise a summary of significant accounting policies and other explanatory information

We report that we have read the short form prospectus and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements on which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

PricewaterhouseCoopers LLP

Chartered Accountants

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