



December 18, 2015

British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission

Dear Sirs/Mesdames:

**Re: Brassneck Capital Corp.**

In connection with the final long form prospectus of Brassneck Capital Corp. dated December 18, 2015 (the "Prospectus"), we consent to the references to our name on page ii and under the heading "Relationship between the Corporation and Professional Persons" 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 our opinion referred to therein or that is within our knowledge as a result of the services that we performed in connection with such opinion.

Yours truly,

(signed) "*McMillan LLP*"