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January 28, 2021

TSX Venture Exchange

Dear Sirs / Mesdames:

Re: RiseTech Capital Corp. – Proposed Qualifying Transaction involving Tantalus Systems Holding Inc.

We refer to the Filing Statement in respect of the qualifying transaction of RiseTech Capital Corp. (the “Company”) dated January 28, 2021 involving the amalgamation of Tantalus Systems Holding Inc. (the “Filing Statement”).

We consent to being named and to the use, in the above mentioned Filing Statement, of our report dated March 30, 2020 to the shareholders of the Company on the following financial statements:

Statements of financial position as at December 31, 2019 and 2018;
Statements of loss and comprehensive loss, changes in equity and cash flows for the year ended December 31, 2019 and the period from incorporation on February 26, 2018 to December 31, 2018, and a summary of significant accounting policies and other explanatory information.

We report that we have read the Filing Statement and all information therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audits 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 Filing Statement as these terms are described in the CPA Canada Handbook – Assurance.

This letter is provided solely for the purpose of assisting the stock exchange to which it is addressed in discharging its responsibilities and should not be used for any other purpose.

Baker Tilly WM LLP

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Chartered Professional Accountants

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