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DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

February 14, 2022

TSX Venture Exchange

650 W Georgia St.,
Vancouver, BC
V6B 4N9

Dear Sirs/Mesdames:

Re: Merida Minerals Inc.

We refer to the filing statement of Merida Minerals Inc. (the "Company") dated February 14, 2022 relating to the qualifying transaction of Winston Capital Group Inc. involving the amalgamation of Merida Minerals Inc. and 279200 Ontario Inc.

We consent to being named and to the use, in the above-mentioned filing statement, of our report dated December 20, 2021 to the shareholders of the Company on the following financial statements:

- Consolidated statements of financial position as at June 30, 2021 and June 30, 2020;
- Consolidated statements of loss and comprehensive loss, changes in deficiency and cash flows for the years ended June 30, 2021 and June 30, 2020, 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 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.

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.

Yours very truly,

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

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