

April 28, 2025

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
Financial and Consumer Services Commission, New Brunswick
Nova Scotia Securities Commission
Office of Superintendent of Securities, Prince Edward Island
Office of Superintendent of Securities Service, Newfoundland and Labrador
Office of the Yukon Superintendent of Securities
Office of Superintendent of Securities, Northwest Territories
Office of the Superintendent of Securities Nunavut

Dear Sirs/Mesdames:

Re: VERSES AI Inc.

We refer to the prospectus supplement to the short form base shelf prospectus (the "Prospectus Supplement") of Verses AI Inc. (the "Company") dated April 28, 2025 relating to the issuance of 1,586,000 subordinate voting shares upon the exercise of voting share purchase warrants, compensation warrants and corporate finance fee warrants of the Company.

We consent to being named in and to the use, through incorporation by reference in the above-mentioned Prospectus Supplement, of our report dated July 2, 2024 to the shareholders of the Company on the following consolidated financial statements (collectively, "Financial Statements"):

- Consolidated statements of financial position as at March 31, 2024 and 2023;
- Consolidated statements of comprehensive loss, changes in shareholders' equity (deficiency), and cash flows for the years then ended; and
- A summary of material accounting policy information and other explanatory information.

We report that we have read the Prospectus Supplement 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.

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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 defined in the Chartered Professional Accountants of Canada Handbook – Assurance.

Yours very truly,

Smythe LLP

Chartered Professional Accountants

HLC/em/1004650