

February 16, 2022

**British Columbia Securities Commission
Ontario Securities Commission
Alberta Securities Commission**

Dear Sirs:

CHANGE OF AUDITOR – SPROUT AI INC. (the “Company”)

Pursuant to Section 4.11(5)(a)(i) of National Instrument 51-102 Continuous Disclosure Obligations (“NI 51-102”), we have read the Notice of Change of Auditor (“Notice”) of the Company dated February 14, 2022 and confirm that based on our current knowledge we are in agreement with the first paragraph 1 and paragraph 2 of the Notice. We have no basis on which to agree or disagree with the second paragraph 1 and paragraph 3 of the Notice.

Yours very truly,



MNP LLP

Chartered Professional Accountants