

May 28, 2020

To:

**Alberta Securities Commission
British Columbia Securities Commission**

Dear Sirs / Mesdames:

**Re: CloudMD Software & Services Inc.
Auditor's consent**

We refer to the short form prospectus of Cloud MD Software & Services Inc. (the "Company") dated May 28, 2020 relating to the issue and sale of 18,572,000 units (the "Units") issued from treasury (the "Offering") of the Company at a price of \$0.70 per Unit for total gross proceeds of \$13,000,400 filed by the Company under the Securities Acts of all the provinces of Canada except Quebec (the "Acts"). Each Unit will consist of one common share in the capital of the Company, and one-half of one common share purchase warrant (each whole warrant being a "Warrant"). Each Warrant will entitle the holder thereof to acquire, subject to adjustment in certain circumstances, one common share in the capital of the Company (each, a "Warrant Share") at an exercise price of \$1.00 per Warrant Share until the date that is 24 months from the closing of the Offering.

We consent to being named, and to the use, of our report dated May 11, 2020 to the shareholders of the Company on the following financial statements, incorporated by references in the above-mentioned short form prospectus:

- Consolidated statements of financial position as at December 31, 2019 and 2018; and
- Consolidated statement of net loss and comprehensive loss, statement of changes in shareholders' equity and statements of cash flows for the years ended December 31, 2019 and 2018, and a summary of significant accounting policies and other explanatory information

We report that we have read the short form prospectus and all information specifically incorporated by reference 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 filing statement as these terms are described in the CPA Canada Handbook – Assurance.

Sincerely,

"Buckley Dodds"

Buckley Dodds LLP