

November 24, 2020

TO: Canadian Securities Exchange  
First Canadian Place  
100 King St. W., Suite 7210  
Toronto, Ontario, M5X 1E1

Dear Sirs:

**Re: Bird River Resources Inc. (the "Corporation") – Share Consolidation**

---

We have acted as counsel to the Corporation in connection with the consolidation of its issued and outstanding common shares (the "**Common Shares**") on the basis of twelve (12) pre-consolidation Common Shares being consolidated into one (1) post-consolidation Common Share (the **Consolidation**). We are writing to provide you with the required opinion pursuant to Policy 9 – *Name Change, Stock Splits and Share Consolidations* of the Canadian Securities Exchange in respect of the Consolidation which took place effective November 17, 2020.

We have examined originals or copies, certified or identified to our satisfaction, of the constating documents, of the Corporation and of such corporate records of the Corporation, certificates of public officials and officers of the Corporation, and such other certificates, opinions and documents and have considered such questions of law and made such other investigations as we have deemed relevant or necessary as a basis for the opinions hereinafter expressed.

In particular, we have reviewed copies of the relevant resolutions of the shareholders and directors of the Corporation approving the Consolidation and, as to various questions of fact only, we have relied upon a certificate of even date herewith of the Chief Executive Officer of the Corporation (together, the "**Documents**"). We have assumed, with respect to all of the Documents examined by us, the genuineness of all signatures, the legal capacity at all relevant times of any individual signing any of such documents, the authenticity and completeness of all documents submitted to us as originals, the conformity to authentic originals of all documents submitted to us as certified, conformed or electronically reproduced copies or facsimiles thereof and the accuracy and completeness of the corporate records of the Corporation and of all information provided to us, in written form or by electronic transmission, by public officials or offices of public record and that all information continues to be accurate and complete as of the date hereof.

Other than the review of certain documents in the course of our representation of the Corporation, we have not undertaken any special or independent investigation to determine the existence of such facts or circumstances, and no inference as to our knowledge of the existence of such facts or circumstances should be drawn merely from our representation of the Corporation in this transaction.

We have assumed that the Corporation has received the full consideration payable for the Common Shares. We are solicitors qualified to practice law in the province of Manitoba and we express no opinion as to the laws of any jurisdiction or as to any matters governed by the laws of any jurisdiction, other than the laws of the province of Manitoba and the laws of Canada applicable therein in effect on the date hereof.

Based on, relying upon and subject to the foregoing, we are of the opinion that the necessary corporate steps

have been taken by the Corporation to validly effect the Consolidation, in accordance with *The Corporations Act* (Manitoba).

This opinion is provided for the due discharge of your regulatory function and should not be relied upon by any other person without our prior written consent. This opinion is limited to the matters stated herein, and no opinion or belief is implied or may be inferred beyond the matters expressly stated herein. This opinion is given as of the date hereof and we disclaim any obligation or undertaking to advise you of any change in law or fact affecting or bearing upon this opinion occurring after the date hereof which may come or be brought to our attention.

Yours truly,

(Signed) “*MLT Aikins LLP*”