

**MELIOR RESOURCES INC.**

the ('Corporation')

**NOTICE OF CHANGE OF AUDITOR**

TO: MNP LLP

AND TO: Clearhouse LLP

British Columbia Securities Commission  
Alberta Securities Commission  
Manitoba Securities Commission  
Ontario Securities Commission

Dated: September 4, 2020

**NOTICE IS HEREBY GIVEN THAT**, on the advice of the Audit Committee of the Corporation, the Board of Directors of the Corporation resolved as of September 3, 2020, that: (a) the resignation of MNP LLP, with effect from September 4, 2020, as auditor of the Corporation be accepted, and (b) Clearhouse LLP be appointed as auditor of the Corporation effective as of September 4, 2020, to hold office at a remuneration to be fixed by the directors until the next annual meeting of the Corporation.

In accordance with National Instrument 51-102 ('NI 51-102') we confirm that:

- (a) MNP LLP has resigned as auditor of the Corporation;
- (b) MNP LLP has not expressed a modified opinion in its reports for the period from their date of appointment, being December 15<sup>th</sup>, 2010, to September 4, 2020, and for the fiscal year of the Corporation ended June 30<sup>th</sup>, 2019, for which MNP LLP has last issued an audit report;
- (c) the resignation of MNP LLP and appointment of Clearhouse LLP as auditor of the Corporation were considered by the members of the Audit Committee and approved by the Board of Directors of the Corporation; and
- (d) in the opinion of the Board of Directors of the Corporation, no "reportable event", as defined in NI 51-102, has occurred in connection with the audit for the period from June 30<sup>th</sup>, 2019, to September 4, 2020, and for the fiscal year of the Corporation ended June 30<sup>th</sup>, 2020, in respect of the Corporation and until the date of this Notice.

**MELIOR RESOURCES INC.**

*per: "Martyn Buttenshaw"*

Martyn Buttenshaw – Chief Executive Officer