

**EQUITORIAL EXPLORATION CORP.**

Suite 1400 – 1111 West Georgia Street  
Vancouver, British Columbia Canada V6E 4M3  
Telephone: 604.689.1799

(the “Company”)

**NOTICE OF CHANGE OF AUDITOR**

(the “Notice”)

**To: A Chan and Company LLP, Chartered Professional Accountants**

**And To: Charlton & Company, Chartered Professional Accountants**

1. The directors of the Company do not propose to re-appoint a Chan and Company LLP, Chartered Professional Accountants, as auditors for the Company; and
2. The directors of the Company propose to appoint Charlton & Company, Chartered Professional Accountants, as auditors of the Company, effective July 12, 2019, to hold office until the next annual meeting of the Company.

In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* (“NI 51-102”), the Company confirms that:

1. A Chan and Company LLP, Chartered Professional Accountants, was asked to resign as auditor of the Company, effective July 12, 2019, to facilitate the appointment of Charlton & Company, Chartered Professional Accountants, Suite 1735, Two Bentall Centre, 555 Burrard Street, Vancouver, British Columbia Canada V7X 1M9;
2. A Chan and Company LLP, Chartered Professional Accountants, has not expressed any reservation in its report for the two most recently completed fiscal years, being the fiscal years ended December 31, 2018 and December 31, 2017 of the Company, nor for the period from the most recently completed period for which A Chan and Company LLP, Chartered Professional Accountants, issued an audit report in respect of the Company and the date of this Notice;
3. In the opinion of the Board of Directors of the Company, no “reportable event” as defined in NI 51-102 has occurred in connection with the audits of the most recently completed fiscal year of the Company nor any period from the most recently completed for which A Chan and Company LLP, Chartered Professional Accountants, issued an audit report in respect of the Company and the date of this Notice; and
4. The Notice and Auditor’s Letters have been reviewed by the Audit Committee and the Board of Directors.

Dated as of the 12<sup>th</sup> day of July, 2019.

**EQUITORIAL EXPLORATION CORP.**

*“Patrick Power”*

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Patrick Power,  
Chief Executive Officer