

**NOTICE OF CHANGE OF AUDITOR
PURSUANT TO NATIONAL INSTRUMENT 51-102**

TO: British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission – Securities Division
The Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Securities Commission
Nova Scotia Securities Commission
Newfoundland Securities Commission
Prince Edward Island Securities Commission

AND TO: Deloitte LLP

AND TO: PricewaterhouseCoopers LLP

Bri-Chem Corp. (the “**Company**”) hereby gives notice pursuant to National Instrument 51-102 *Continuous Disclosure Obligations* (“**NI 51-102**”):

1. At the request of the Company, Deloitte LLP, Chartered Accountants (the “**Former Auditor**”), of 1500 Manulife Place, 10180 101 Street, Edmonton, Alberta, T5J 4K1 resigned as the Company’s auditor effective September 9, 2019. The Board of Directors of the Company has appointed PricewaterhouseCoopers LLP, Chartered Accountants (the “**Successor Auditor**”), of 22nd Floor Stantec Tower, 10220 – 103 Avenue, Edmonton, Alberta, T5J 0K4, as successor auditor of the Company as of September 9, 2019. The audit committee of the Board of Directors and the Board of Directors of the Company have considered and approved both the resignation of the Former Auditor and the appointment of the Successor Auditor.
2. The Company will propose at its next annual general meeting of the shareholders that shareholders approve the appointment and the Successor Auditor as the Company’s auditor for the year ended December 31, 2020.
3. The Company confirms that the Former Auditor did not express any reservations or a modified opinion in any of its reports on the financial statements of the Company relating to (a) the audits of the two most recently completed fiscal years of the Company, or (b) any period subsequent to the two most recently completed fiscal years of the Company and ending on September 9, 2019.
4. In the opinion of the Company, as at the date hereof, there have been no “reportable events” (as defined in Section 4.11 (1) of NI 51-102) between the Company and the Former Auditor in connection with (a) the audits of the two most recently completed fiscal years of the Company, or (b) any period subsequent to the two most recently completed fiscal years of the Company and ending on September 9, 2019.

Dated at Edmonton, Alberta this 12th day of September 2019.

BRI-CHEM CORP.



Jason Theiss, CFO