

NOTICE OF CHANGE OF AUDITOR

(National Instrument 51-102 Part 4.11)

TO: Alberta Securities Commission
British Columbia Securities Commission
Saturna Group Chartered Professional Accountants LLP
Manning Elliott LLP

RE: Change of Auditor for Searchlight Resources Inc.

At the request of **Searchlight Resources Inc.** (the “Company”), **Saturna Group Chartered Professional Accountants LLP** has resigned as the Company’s auditor effective **July 2, 2020**. Pursuant to Section 204 of the *British Columbia Business Corporations Act*, the directors are entitled to fill any casual vacancy in the office of the auditor and have appointed **Manning Elliott LLP**, as the Company’s auditor in the place and stead of **Saturna Group Chartered Professional Accountants LLP** until the close of the next annual general meeting of the Company.

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

- (a) **Saturna Group Chartered Professional Accountants LLP** was asked to resign as auditor of the Company to facilitate the appointment of **Manning Elliott LLP**, Vancouver, BC.
- (b) **Saturna Group Chartered Professional Accountants LLP** has not expressed any reservation in its reports for the two recently completed fiscal years of the Company, nor for the period from the most recently completed period for which **Saturna Group Chartered Professional Accountants LLP**, issued an audit report in respect of the Company and the date of this Notice;
- (c) The resignation of **Saturna Group Chartered Professional Accountants LLP** and appointment of **Manning Elliott LLP**, as auditor of the Company were considered and approved by the Board of Directors of the Company;
- (d) 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 two most

recently completed fiscal years of the Company, nor any period from the most recently completed period for which **Saturna Group Chartered Professional Accountants LLP** issued an audit report in respect of the Company and the date of this Notice; and

- (e) The Notice of resignation of **Saturna Group Chartered Professional Accountants LLP** and consent of **Manning Elliott LLP** have been reviewed by the Audit Committee and the Board of Directors.

Dated this **2nd day of July 2020**.

SEARCHLIGHT RESOURCES INC.

Per "Brian Crawford" (signed)
Brian Crawford CPA, CA
Chief Financial Officer