

### Change of Auditor Notice

**TO:** Ontario Securities Commission  
Alberta Securities Commission  
British Columbia Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
Manitoba Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Attorney General (Prince Edward Island)  
Financial Services Regulation Division Department of Government Services  
(Newfoundland and Labrador)  
Toronto Stock Exchange

On May 14, 2018, KPMG LLP ("**KPMG**"), were formally informed that they would not be re-appointed as auditors of Black Iron Inc. (the "**Corporation**"). The Audit Committee of the Corporation approved a proposal to engage the accounting firm of UHY McGovern Hurley LLP, Chartered Accountants, ("**UHY McGovern**") as auditors for the Corporation for 2018. The Corporation will ask that the shareholders of the Corporation ratify the appointment of UHY McGovern at the next annual and special meeting of the shareholders of the Corporation, to be held in June 2018.

There were no modifications of opinion by KPMG in the auditor's reports for the financial years ended December 31, 2017 and December 31, 2016, or for any period subsequent thereto for which an audit report was issued and preceding the termination of KPMG.

The Corporation has requested KPMG and UHY McGovern to each furnish a letter addressed to the securities administrators in each province in which the Corporation is a reporting issuer stating whether or not they agree with the information contained in this notice. A copy of each such letter to the securities administrators will be filed with this notice.

It is the Corporation's opinion that there have been no "reportable events" as defined by National Instrument 51-102 within the two most recently completed fiscal years ended December 31, 2017 and December 31, 2016, or for any period subsequent thereto for which an audit report was issued.

**DATED** the 14<sup>th</sup> day of May, 2018

**BLACK IRON INC.**



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Name: Paul Bozcki  
Title: Chief Financial Officer