

CHAR TECHNOLOGIES LTD. (formerly Cleantech Capital Inc.)
the ('Corporation')

NOTICE OF CHANGE OF AUDITOR

TO: MNP LLP

AND TO: DMCL LLP

Dated: December 12th, 2018

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 December 12th, 2018, that: (a) the resignation of MNP LLP, with effect from December 12th, 2018, as auditor of the Corporation be accepted, and (b) DMCL Inc. be appointed as auditor of the Corporation effective as of December 12th, 2018, 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 12th, 2016, to December 12th, 2018, and for the fiscal year of the Corporation ended September 30, 2017, for which MNP LLP has issued an audit report;
- (c) the resignation of MNP LLP and appointment of DMCL Inc. as auditor of the Corporation were considered by 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 audits for the period from being December 12th, 2016, to December 12th, 2018, and for the fiscal year of the Corporation ended September 30, 2017, in respect of the Corporation and until the date of this Notice.

CHAR TECHNOLOGIES LTD. (formerly Cleantech Capital Inc.)

per: "Andrew J. White"

Andrew J. White – Chief Executive Officer