

TRUE GRIT RESOURCES LTD.

**TO:** British Columbia Securities Commission  
Alberta Securities Commission

**AND TO:** Anton Bryson Schindler Chartered Professional Accountants LLP ("ABS")

**AND TO:** Davidson & Company LLP ("Davidson")

**RE:** Notice of Change of Auditor pursuant to Section 4.11 of National Instrument 51-102 - *Continuous Disclosure Obligations* ("NI 51-102")

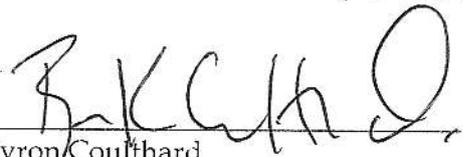
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Pursuant to Section 4.11(7) of NI 51-102, True Grit Resources Ltd. (the "**Issuer**") hereby gives notice of the change of its auditor from ABS to Davidson. In accordance with NI 51-102, the Issuer hereby states that:

1. ABS has resigned as auditors of the Issuer, at the request of the Issuer, effective July 16, 2018;
2. the resignation of ABS and the appointment of Davidson as the Issuer's auditor have been considered and approved by the Issuer's Audit Committee and the Issuer's Board of Directors;
3. there were no reservations in ABS's reports for the two most recently completed fiscal years of the Issuer, nor for any subsequent period; and
4. there have been no "reportable events" within the meaning assigned under subsection 4.11(1) of NI 51-102.

DATED the 16th day of July, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS  
OF TRUE GRIT RESOURCES LTD.**

  
Byron Coulthard  
President and Chief Executive Officer