



July 22, 2022

TO: Alberta Securities Commission  
Autorité des marchés financiers (Québec)  
British Columbia Securities Commission

TO: PricewaterhouseCoopers LLP  
PricewaterhouseCoopers Place  
250 Howe Street, Suite 1400  
Vancouver, British Columbia V6C 3S7

AND TO: Saturna Group Chartered Professional Accountants LLP  
1166 Alberni Street, Suite 1605  
Vancouver, British Columbia V6E 3Z3

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 of NI 51-102, Oceanic Iron Ore Corp (the “**Corporation**”) hereby gives notice of the change of its auditors. In accordance with NI 51-102, the Corporation hereby states that:

- a.) PricewaterhouseCoopers LLP, the former auditors of the Corporation (the “**Predecessor Auditor**”) tendered their resignation on their own initiative, effective as of July 19, 2022.
- b.) On July 22, 2022, the Corporation appointed Saturna Group Chartered Professional Accountants LLP (the “**Successor Auditor**”) to replace the Predecessor Auditor as auditors of the Corporation.
- c.) The resignation of the Predecessor Auditor and the appointment of the Successor Auditor were considered and recommended by the Audit Committee and approved by the Board of Directors of the Corporation.
- d.) There have been no reservations contained in the Predecessor Auditor’s report on any of the financial statements of the Corporation up until the period ended December 31, 2021.
- e.) There are no reportable events (as defined in NI 51-102).

On behalf of the Board of Directors

“Chris Batalha”

Chris Batalha,  
Chief Financial Officer