



Input Capital Corp.

Change of Auditor Notice

TO: Deloitte LLP

AND TO: KPMG LLP

NOTICE IS HEREBY GIVEN that, in accordance with section 4.11 of National Instrument 51-102 - *Continuous Disclosure Obligations* ("**NI 51-102**"), of a change of auditor for Input Capital Corp. (the "**Corporation**").

1. The Audit Committee of the Corporation has considered and approved the following actions namely that:
 - a. Deloitte LLP (the "**Former Auditor**"), Chartered Accountants, have resigned effective July 31, 2019 at the request of the Corporation; and
 - b. KPMG LLP (the "**Successor Auditor**"), Chartered Accountants, be appointed as auditor of the Corporation effective July 31, 2019.
2. At the next annual meeting of shareholders, holders of qualified securities of the Corporation will be asked to approve, by ordinary resolution, the appointment of the Successor Auditor as the auditor of the Corporation until the close of the next annual meeting of the shareholders of the Corporation, at such remuneration as may be approved by the Board of Directors of the Corporation.
3. The Former Auditor has not expressed any adverse, qualified or modified opinion or denial of opinion in its audit reports for the period commencing at the beginning of the Corporation's two most recent financial years and ending at the date of this notice.
4. To the knowledge of the Audit Committee of the Corporation, no "reportable event" as such term is defined in NI51-102 has occurred in connection with the audits for the period commencing at the beginning of the Corporation's two most recent financial years and ending at the date of this notice.

DATED at Regina, Saskatchewan, on the 31st day of July, 2019.

Input Capital Corp.

Per: (signed) "**Brad Farquhar**"
Brad Farquhar, Chief Financial Officer