

SKARB EXPLORATION CORP.

Notice of Change of Auditor
Pursuant to NI 51-102 (Section 4.11)

TO: Ontario Securities Commission
British Columbia Securities Commission

AND TO: PricewaterhouseCoopers LLP, Chartered Professional Accountants
(**"PricewaterhouseCoopers LLP"**)

AND TO: D&H Group LLP, Chartered Professional Accountants (**"D&H Group LLP"**)

RE: Notice of Change of Auditor

In accordance with section 4.11 [*Change of Auditor*] of National Instrument 51-102 – *Continuous Disclosure Obligations* ("**NI 51-102**"), Skarb Exploration Corp. (the "**Company**") reports that:

1. at the request of the Company, PricewaterhouseCoopers LLP have resigned as auditors of the Company effective as of July 8, 2019;
2. subject to all applicable regulatory and shareholder approvals, the board of directors of the Company (the "**Board**") appointed D&H Group LLP as the new auditor of the Company effective as of July 8, 2019;
3. at the next annual of the shareholders of the Company, the shareholders of the Company will be asked to approve the appointment of D&H Group LLP as auditors of the Company;
4. the resignation of PricewaterhouseCoopers LLP and the appointment of D&H Group LLP were considered and approved by the audit committee of the Board and the Board;
5. the reports of PricewaterhouseCoopers LLP on the audited financial statements of the Company did not express a modified opinion during the relevant period, being the financial years ended June 30, 2018;
6. the Company has requested PricewaterhouseCoopers LLP and D&H Group LLP each furnish a letter addressed to the securities regulator or regulatory authority in each province the Company is a reporting issuer stating whether or not they agree with the information contained in this Notice; and
7. there are no "reportable events" as such terms is defined in NI 51-102.

Dated: July 11, 2019

SKARB EXPLORATION CORP.

Per: [Signed] "Ota Hally"
Ota Hally
Chief Financial Officer