Venerable Ventures Ltd.
Suite 500 – 666 Burrard Street
Vancouver, B.C. V6C 3P6
(The "Company")

NOTICE OF CHANGE OF AUDITOR
(The "Notice")

To: **British Columbia Securities Commission**
Alberta Securities Commission
Smythe LLP Chartered Professional Accountants
Dale Matheson Carr-Hilton LaBonre LLP Chartered Professional Accountants

1. The directors of the Company do not propose to re-appoint Smythe LLP Chartered Professional Accountants, as auditors for the Company; &

2. The directors of the Company propose to appoint Dale Matheson Carr-Hilton LaBonre LLP Chartered Professional Accountants, as auditors of the Company, effective June 21, 2017, to hold office until the next annual meeting of the Company.

In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* ("NI 51-102"), the Company confirms that:

1. Smythe LLP Chartered Professional Accountants was asked to resign as auditor of the Company, effective June 21, 2017, to facilitate the appointment of Dale Matheson Carr-Hilton LaBonre LLP Chartered Professional Accountants at 1140 West Pender Street, Suite 1500, Vancouver, BC V6H 4G1;

2. Smythe LLP Chartered Professional Accountants has not expressed any reservation in its reports for the two most recently completed fiscal years of the Company, nor for the period from the most recently completed period for which Smythe LLP Chartered Professional Accountants issued an audit report in respect of the Company & the date of this Notice;

3. In the opinion of the Board of Directors of the Company, no "reportable event" as defined in NI 51-102 has occurred in connection with the audits of the two most recently completed fiscal years of the Company nor any period form the most recently completed for which Smythe LLP Chartered Professional Accountants issued an audit report in respect of the Company & the date of this Notice; &

4. The Notice & Auditor's letters have been reviewed by the Audit Committee & the Board of Directors.

Dated as of the 21st day of June, 2017

Venerable Ventures Ltd.

"signed"

Alan MacDonald
Director