

ITASCA CAPITAL LTD.

NOTICE OF CHANGE OF AUDITORS

TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Autorité des Marchés Financiers

AND TO: BDO USA, LLP

AND TO: Baker Tilly Virchow Krause, LLP

Itasca Capital Ltd. (the **Corporation**) gives the following notice in accordance with section 4.11 of National Instrument 51 102 - *Continuous Disclosure Obligations (NI 51 102)*:

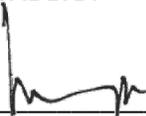
1. BDO USA, LLP (**BDO**) resigned as auditors of the Corporation effective September 28, 2018;
2. BDO resigned on its own initiative;
3. The resignation of BDO as auditors of the Corporation and the appointment of Baker Tilly Virchow Krause, LLP as auditors of the Corporation have been considered, recommended and approved by the Board of Directors;
4. BDO's reports on the Corporation's financial statements for the fiscal years ended December 31, 2016 and December 31, 2017 did not contain any reservations;
5. BDO did not audit or review any financial statements of the Corporation after December 31, 2017; and
6. There have been no reportable events between the Corporation and BDO, as such term is defined in NI 51 102.

[Signature page follows]

DATED this 2nd day of October, 2018.

ITASCA CAPITAL LTD.

Per:


Name: Hassan R. Baqar
Title: Chief Financial Officer

Notice of Change of Auditor