

NOTICE OF CHANGE OF AUDITOR

**TO: Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
MNP LLP
Ernst and Young LLP**

TAKE NOTICE THAT QYOU Media Inc. (the "Corporation") hereby provides notice pursuant to National Instrument 51-102 – *Continuous Disclosure Obligations* ("NI 51-102") of a change of auditors from Ernst and Young LLP ("EY"), Chartered Professional Accountants, to MNP LLP ("MNP"), Chartered Professional Accountants, effective September 9, 2019.

TAKE FURTHER NOTICE THAT:

1. EY, the former independent auditor of the Corporation, tendered its resignation effective September 9, 2019 and the Corporation has appointed MNP in its place.
2. The resignation of EY and the appointment of MNP in its place have been recommended by the Audit Committee of the Board of Directors of the Corporation (the "Board") and approved by the Board.
3. There have been no reservations contained in EY's auditors' reports on any of the financial statements of the Corporation commencing at the beginning of the two most recently completed fiscal years and ending on June 30, 2018.
4. There are no reportable events (as defined under Section 4.11(1) of NI 51-102).
5. The Corporation has requested MNP and EY to each furnish a letter addressed to the securities administrators in each province in which the Corporation is a reporting issuer stating whether or not they agree with the information contained in this notice. A copy of each such letter to the securities administrators will be filed with this notice.

DATED as of this 9th day of September, 2019.

QYOU MEDIA, INC.

(signed) "Warren Barnes"

Name: Warren Barnes
Title: Interim Chief Financial Officer