

EMPATHO HOLDINGS INC. (FORMERLY, SHANE RESOURCES LTD.)

NOTICE OF CHANGE OF AUDITORS

TO: STERN & LOVRICS LLP, CHARTERED PROFESSIONAL ACCOUNTANTS

AND TO: MNP LLP

**AND TO: BRITISH COLUMBIA SECURITIES COMMISSION
ONTARIO SECURITIES COMMISSION
ALBERTA SECURITIES COMMISSION
SASKATCHEWAN FINANCIAL AND CONSUMER AFFAIRS AUTHORITY**

TAKE NOTICE THAT:

- (a) Stern & Lovrics LLP, Chartered Professional Accountants, located at 1210 Sheppard Avenue East, Suite 302, Toronto, Ontario M2K 1E3, the former auditors of Empatho Holdings Inc. (formerly, Shane Resources Ltd.) (the “**Corporation**”) tendered their resignation effective January 17, 2022, and the board of directors of the Corporation (the “**Board**”) has appointed MNP LLP, located at 111 Richmond St W Suite 300, Toronto, ON M5H 2G4, as successor auditors in their place, effective as of January 17, 2022;
- (b) the former auditors of the Corporation resigned at the request of the Corporation;
- (c) the resignation of Stern & Lovrics LLP, Chartered Professional Accountants and the appointment of MNP LLP, in their place have been approved by the Board pursuant to a written resolution dated January 5, 2022;
- (d) there are no reportable events (as defined in section 4.11 (7) (e) of National Instrument 51-102 – *Continuous Disclosure Obligations*); and
- (e) None of the Former Auditor’s reports on the Corporation’s financial statements during the period beginning January 1, 2018 and ending on the date of resignation expressed a modified opinion.

DATED at Toronto, Ontario, this 17th day of January, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

Per: "Yan Namer"

Name: Yan Namer

Title: Director and Chief Executive Officer