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## NOTICE OF CHANGE OF AUDITOR

To: Crowe MacKay LLP  
And to: Wolrige Mahon LLP  
And to: British Columbia Securities Commission  
And to: Alberta Securities Commission  
And to: TSX Venture Exchange

**TAKE NOTICE THAT** effective December 19, 2014, Crowe MacKay LLP, the current auditor of Thelon Capital Ltd. (the "Company") resigned as auditor at the Company's request. Management of the Company will fill the vacancy by appointing Wolrige Mahon LLP, as auditor of the Company to audit the financial statements of the Company commencing with the year ended September 30, 2014.

**TAKE FURTHER NOTICE THAT:**

- (a) there have been no reservations contained in the auditor's reports on the annual financial statements of the Company for the two fiscal years immediately preceding the date of this notice or for any period subsequent to the most recently completed period for which an audit report was issued;
- (b) the resignation of Crowe MacKay LLP and the appointment of Wolrige Mahon LLP was considered and approved by the board of directors of the Company; and
- (c) in the opinion of the Company, no reportable events (as defined in National Instrument 51-102) occurred. "Reportable Event" means disagreements or unresolved issues between the Company and Crowe MacKay LLP and consultations between the Company and Wolrige Mahon LLP.

Dated at Vancouver, British Columbia the 19<sup>th</sup> day of December, 2014.

BY ORDER OF THE BOARD  
THELON VENTURES LTD.

Per: 

Chief Executive Officer