

GRAND PEAK CAPITAL CORP.
200 - 8338, 120th Street
Surrey, British Columbia V3W 3N4
(the "Company")

NOTICE OF CHANGE OF AUDITOR
(the "Notice")

To: A. Chan and Company, LLC, Chartered Accountants
And To: Dale Matheson Carr-Hilton LaBonte LLP, Chartered Accountants

1. The directors of the Company do not propose to re-appoint A. Chan and Company, LLC ("A. Chan"), Chartered Accountants, as auditors for the Company; and
2. The directors of the Company propose to appoint Dale Matheson Carr-Hilton LaBonte LLP, Chartered Accountants, as auditors of the Company, effective November 19, 2014, 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. A. Chan was asked to resign as auditor of the Company, effective November 19, 2014, to facilitate the appointment of Dale Matheson Carr-Hilton LaBonte LLP, Suite 1500 – 1140 W. Pender Street, Vancouver, British Columbia Canada V6E 4G1;
2. A. Chan 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 A. Chan issued an audit report in respect of the Company and 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 from the most recently completed for which A. Chan issued an audit report in respect of the Company and the date of this Notice; and
4. The Notice and Auditor's Letters have been reviewed by the Audit Committee and the Board of Directors.

Dated as of the 19 day of November, 2014

GRAND PEAK CAPITAL CORP.



Jamie Lewin, Chief Financial Officer