

**GRAND PEAK CAPITAL CORP.
4770-72ND Street
Delta, British Columbia V4K 3N3
(the "Company")**

**NOTICE OF CHANGE OF AUDITOR
(the "Notice")**

To: Dale Matheson Carr-Hilton LaBonte, LLP, Chartered Accountants
And To: Davidson & Company, LLP, Chartered Accountants

1. The directors of the Company do not propose to re-appoint Dale Matheson Carr-Hilton LaBonte, Accountants, as auditors for the Company; and
2. The directors of the Company propose to appoint Davidson & Company, LLP, Chartered Accountants, as auditors of the Company, effective September 30, 2019, 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. Dale Matheson Carr-Hilton, LaBonte was asked to resign as auditor of the Company, effective June 30, 2019 to facilitate the appointment of Davidson & Company LLP, 1200-609 Granville Street, Vancouver, British Columbia, V7Y 1G6, Canada;
2. Dale Matheson Carr-Hilton LaBonte 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 Dale Matheson Carr-Hilton LaBonte 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 Dale Matheson Carr-Hilton LaBonte 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 30th day of June, 2019

GRAND PEAK CAPITAL CORP


Tajinder Johal, Chief Financial Officer