

**MOUNT DAKOTA ENERGY CORP.**

**NOTICE OF CHANGE OF AUDITOR PURSUANT TO  
NATIONAL INSTRUMENT 51-102**

Manning Elliott LLP, Chartered Accountants  
11<sup>th</sup> Floor  
1050 West Pender Street  
Vancouver, BC V6E 3S7

Davidson & Company LLP, Chartered  
Accountants  
Suite 1270 – 609 Granville Street  
Vancouver, BC V7Y 1G6

February 25, 2015

Dear Sirs:

**Re: Mount Dakota Energy Corp. (the “Company”)**

The Company has changed its auditor from Manning Elliott LLP, Chartered Accountants (the “Former Auditor”) to Davidson & Company LLP, Chartered Accountants (the “Successor Auditor”). The Former Auditor agreed to resign at the request of the Company on February 25, 2015.

The Former Auditor's report on any of the Company's financial statements relating to the period commencing on February 1, 2012 and ending on February 25, 2015 have not contained any reservations. There have been no reportable events between the Company and the Former Auditor.

**MOUNT DAKOTA ENERGY CORP.**

Per: “*S. John Kim*”

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S. John Kim  
Director