

**COPLAND ROAD CAPITAL CORPORATION
NOTICE OF CHANGE OF AUDITOR PURSUANT TO
SECTION 4.11 OF NATIONAL INSTRUMENT 51-102**

December 18, 2023

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Canadian Securities Exchange
Dale Matheson Carr-Hilton Labonte LLP
McGovern Hurley LLP

Dear Sirs / Mesdames:

Re: Notice Regarding Proposed Change of Auditor Pursuant to Section 4.11 of National 51-102 – *Continuous Disclosure Obligations* (“NI 51-102”)

Notice is hereby given of a change of auditor of Copland Road Capital Corporation (the “**Company**”) pursuant to Section 4.11 of NI 51-102. Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants (“**DMCL**”) have been requested to tender their resignation as the auditors of the Company effective December 18, 2023, and the directors of the Company (the “**Board**”) resolved to appoint McGovern Hurley LLP, Chartered Professional Accountants (“**McGovern**”), as the Company's successor auditor, subject to compliance with all applicable statutory requirements, on December 18, 2023.

DML was requested to resign by the Company and the resignation did not occur because of any reportable disagreement or unresolved issue involving the Company, or any consultation with McGovern and was considered, approved and recommended by the Audit Committee of the Company's Board.

The decision to appoint McGovern as successor auditor was also considered, approved and recommended by the Audit Committee of the Company's Board.

In the opinion of the Company, there have been no: (i) modified opinions expressed in DMCL’s auditor reports on any of the Company's financial statements relating to the “relevant period” as that term is defined in Section 4.11 of NI 51-102; or (ii) any “reportable event” as that term is defined in Section 4.11 of NI 51-102.

The contents of this Notice have been reviewed and approved by the Company’s Board.

BY ORDER OF THE BOARD OF DIRECTORS OF COPLAND ROAD CAPITAL CORPORATION

/s/ “*Joanna Groszek*”
Joanna Groszek, CFO