

CAPTOR CAPITAL CORP.

**NOTICE OF CHANGE OF AUDITORS
PURSUANT TO NATIONAL INSTRUMENT 51-102 (“NI 51-102”)**

May 10, 2021

TO: **MNP LLP**

AND TO: **CLEARHOUSE LLP, CHARTERED PROFESSIONAL ACCOUNTANTS**

AND TO: British Columbia Securities Commission
Ontario Securities Commission
Alberta Securities Commission

Dear Sirs/Mesdames:

Re: Notice Regarding Proposed Change of Auditor Pursuant to NI 51-102

Notice is hereby given that on May 10, 2021, the Board of Directors of Captor Capital Corp. (the “**Company**”) determined:

1. to terminate MNP LLP (the “**Former Auditor**”), as auditor of the Company, effective May 10, 2021; and
2. to engage Clearhouse LLP, Chartered Professional Accountants (the “**Successor Auditor**”), as auditor of the Company, effective May 10, 2021.

There have been no modified opinions in the Former Auditor's reports on any of the Company's financial statements for the two most recently completed fiscal years nor for any period subsequent to the most recently completed fiscal year.

In the opinion of the Company, prior to the resignation, and as at the date hereof, there were no reportable events as defined in NI 51-102 (Part 4.11).

The contents of this Notice and the termination of the Former Auditor and the proposed appointment of the Successor Auditor were approved by the Audit Committee and the Board of Directors of the Company.

DATED at Toronto, Ontario this 10th day of May, 2021.

**BY ORDER OF THE BOARD OF DIRECTORS OF
CAPTOR CAPITAL CORP**

(signed) "John Zorbas"

John Zorbas

President, Chief Executive Officer and Director