



January 18, 2018

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

**Re: Re-Filed Interim MD&A (the “Interim MD&A”) for the Interim Period Ended October 31, 2017
(SEDAR Project Numbers: 02715266, 02715267)**

Deer Horn Capital Inc. (the “**Company**”) has amended and re-filed its Interim MD&A to address comments raised by the British Columbia Securities Commission. The original Interim MD&A was filed on SEDAR on January 2, 2018.

The Interim MD&A has been amended to provide additional disclosure on the Company’s related party transactions, as well as revisions to the notes to the summary of quarterly result and liquidity and capital resources section. There has also been amendment to the disclosure on the outlook section of the MD&A. Disclosure as to internal controls and financial reporting, as well as disclosure on controls and procedures has been removed from the MD&A.

Forms 52-109F2R - *Certification* for the Company’s Chief Executive Officer and Chief Financial Officer have also been filed on SEDAR in support of the re-filed Interim MD&A.