

## **BIRD RIVER RESOURCES INC.**

### **CHANGE OF AUDITOR NOTICE**

**TO: British Columbia Securities Commission  
Manitoba Securities Commission  
Ontario Securities Commission**

**AND TO: Magnus LLP**

**AND TO: MNP LLP**

Bird River Resources Inc. (the “**Corporation**”) gives the following notice in accordance with Section 4.11 of National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”):

1. The Corporation has decided to change its auditor from Magnus LLP (the “**Former Auditor**”) to MNP LLLP (the “**Successor Auditor**”) and to propose the Successor Auditor for appointment as the auditors of the Corporation at its next annual general meeting. The Former Auditor considers their resignation to be effective August 21, 2019. The Successor Auditor has agreed to its appointment as the Corporation’s new auditors.
2. The Former Auditor resigned on its own initiative.
3. The replacement of the Former Auditor as auditors of the Corporation and the appointment of the Successor Auditor as auditors of the Corporation have been considered and approved by the Audit Committee of the Board of Directors of the Corporation.
4. The Former Auditor’s reports for the Corporation’s two most recently completed fiscal years, namely the fiscal years ending July 31, 2018 and December 31, 2017, did not express a modified opinion.
5. There have been no reportable events as such term is defined in NI 51-102.

DATED this 16th day of December, 2019

**Bird River Resources Inc.**  
By *(signed) Jon Bridgman*  
Name: Jon Bridgman  
Title: Chief Executive Officer