

**LOOPshare Ltd.**  
**Suite 110 – 131 Water Street**  
**Vancouver, B.C. V6B 4M3**  
**(The "Company")**

**NOTICE OF CHANGE OF AUDITOR**  
**(The "Notice")**

**To: BDO Canada LLP Chartered Professional Accountants**  
**And To: Dale Matheson Carr-Hilton LaBonte LLP Chartered Professional Accountants**

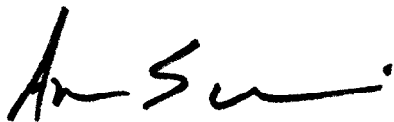
1. The directors of the Company do not propose to re-appoint BDO Canada LLP Chartered Professional Accountants, as auditors for the Company; and
2. The directors of the Company propose to appoint Dale Matheson Carr-Hilton LaBonte LLP Chartered Professional Accountants, as auditors of the Company, effective December 18, 2017, to hold office until the next annual meeting of the Company.

In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* ("NI 51-102"), the Company confirms that:

1. BDO Canada LLP Chartered Professional Accountants was asked to resign as auditor of the Company, effective January 11, 2018, to facilitate the appointment of Dale Matheson Carr-Hilton LaBonte LLP Chartered Professional Accountants at Suite 1500 – 1140 West Pender Street, Vancouver, B.C. V6E 4G1;
2. BDO Canada LLP Chartered Professional Accountants has not expressed any reservation in its report for the most recently completed fiscal year of the Company, nor for the period from the most recently completed period for which BDO Canada LLP Chartered Professional Accountants issued an audit report in respect of the Company and the date of this Notice;
3. In the opinion of the Board of Directors of the Company, no "reportable event" as defined in NI 51-102 has occurred in connection with the audits of the two most recently completed fiscal years of the Company nor any period from the most recently completed for which BDO Canada LLP Chartered Professional Accountants issued an audit report in respect of the Company and the date of this Notice; and
4. The Notice and Auditor's letters have been reviewed by the Audit Committee and the Board of Directors.

Dated as of the 11<sup>th</sup> day of January, 2018

**LOOPshare Ltd.**



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Anwar Sukkarie, President & CEO