

NOTICE OF CHANGE OF AUDITOR

TO: BAKER TILLY US, LLP

AND TO: DALE MATHESON CARR-HILTON LABONTE LLP

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

TAKE NOTICE THAT Chalice Brands Ltd. (the "**Corporation**") hereby provides notice pursuant to National Instrument 51-102 *Continuous Disclosure Obligations* ("**NI 51-102**") of a change of its auditors from Dale Matheson Carr-Hilton Labonte **LLP ("Dale Matheson")**, Chartered Professional Accountants, to Baker Tilly US, LLP ("**Baker Tilly**"), Certified Public Accountants, effective July 1, 2021.

TAKE FURTHER NOTICE THAT:

1. Dale Matheson, the former independent auditor of the Corporation, tendered its resignation effective July 1, 2021 and the Corporation has appointed Baker Tilly in its place.
2. The resignation of Dale Matheson and the appointment of Baker Tilly in its place have been recommended by the Audit Committee of the Board of Directors of the Corporation (the "**Board**") and approved by the Board.
3. There have been no reservations contained in Dale Matheson's auditors' reports on any of the financial statements of the Corporation commencing at the beginning of the two most recently completed fiscal years and ending on December 31, 2020.
4. There are no reportable events (as defined under Section 4.11(1) of NI 51-102).
5. The Corporation has requested Dale Matheson and Baker Tilly to each furnish a letter addressed to the securities administrators in each province in which the Corporation is a reporting issuer stating whether or not they agree with the information contained in this notice. A copy of each such letter to the securities administrators will be filed with this notice.

DATED as of this 1 day of July, 2021.

CHALICE BRAND LTD.



Name: Andrew Marchington
Title: Chief Financial Officer