

GREENBANK CAPITAL INC.
(the “Company”)

100 King Street West, Suite 5700, Toronto, Ontario M5X 2C7

NOTICE OF CHANGE OF AUDITORS

NATIONAL INSTRUMENT 51-102

FEBRUARY 13, 2018

British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Canadian National Stock Exchange

The Company has changed its auditors from Abraham Chan LLP Chartered Professional Accountants at 300 New Toronto Street, Unit 17B, Toronto, ON M8V 2E8 (the “Former Auditors”), to Dale Matheson Carr-Hilton LaBonte LLP Chartered Professional Accountants at Suite 1500 – 1140 West Pender Street, Vancouver, B.C. V6E 4G1 (the “Successor Auditors”), effective as of February 8, 2018.

The Company’s Former Auditors resigned at the request of the Company and the appointment of the Successor Auditors have been considered and approved by the Company’s Audit Committee and Board of Directors.

There were no reservations nor any modified opinions expressed in the Former Auditors’ reports on any of the Company’s financial statements relating to the period commencing at the beginning of the Company’s two most recently completed financial years and ending on the date of resignation.

In the opinion of the Company’s Audit Committee and Board of Directors, there are no reportable events between the Company and the Former Auditors.

Dated as of the 13th day of February, 2018

GREENBANK CAPITAL INC.

Per: /s/ Gaurav Singh
Gaurav Singh, CFO