

SPROUTLY CANADA, INC.

CHANGE OF AUDITOR NOTICE

TO: MNP LLP, Chartered Professional Accountants

AND TO: Crowe MacKay LLP, Chartered Professional Accountants

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

In accordance with Section 4.11 of National Instrument 51-102 - *Continuous Disclosure Obligations* ("**NI 51-102**"), Sproutly Canada, Inc. (the "**Corporation**") hereby gives notice and confirms that:

1. MNP LLP (the "**Former Auditor**"), Chartered Professional Accountants, was terminated as auditor of the Corporation, effective October 4, 2021;
2. Crowe MacKay LLP (the "**Successor Auditor**"), Chartered Professional Accountants, has been appointed as successor auditor, to hold office commencing October 4, 2021 until the close of the next annual general meeting of the Corporation;
3. the Audit Committee of the Corporation has considered the termination of the Former Auditor as the Corporation's auditor and recommended the appointment of the Successor Auditor as the Corporation's auditor;
4. the termination of the Former Auditor as the Corporation's auditor and appointment of the Successor Auditor as the Corporation's auditor were approved by the Board of Directors of the Corporation and the Audit Committee;
5. the Former Auditor has not expressed any modified opinion in its audit reports for the period commencing at the beginning of the Corporation's two most recent financial years and ending at the date of this notice; and
6. to the knowledge of the directors of the Corporation, no "reportable event" as such term is defined in NI-51-102 has occurred in connection with the audits for the period commencing at the beginning of the Corporation's two most recent financial years and ending at the date of this notice.

DATED the 4th day of October, 2021

SPROUTLY CANADA, INC.

Per: (signed) "Craig Loverock"

Name: Craig Loverock

Title: Chief Financial Officer