

**AMERICAN AIRES INC.
NOTICE OF CHANGE OF AUDITORS
PURSUANT TO NATIONAL INSTRUMENT 51-102 (“NI 51-102”)**

TO: MNP LLP

AND TO: AGT PARTNERS LLP

**AND TO: ONTARIO SECURITIES COMMISSION
ALBERTA SECURITIES COMMISSION
BRITISH COLUMBIA SECURITIES COMMISSION**

**RE: NOTICE REGARDING PROPOSED CHANGE OF AUDITOR PURSUANT TO
NI 51-102**

Notice is hereby given that the board of directors and audit committee of American Aires Inc. (the “**Company**”) determined:

1. to approve the removal of MNP LLP (the “**Former Auditor**”), as auditor of the Company; and
2. to engage and appoint AGT Partners LLP (the “**Successor Auditor**”), as auditor of the Company, effective January 3, 2023.

There have been no modified opinions in the Former Auditor’s reports on any of the Company’s financial statements for the two most recently completed fiscal years nor for any period subsequent to the most recently completed fiscal year; and

In the opinion of the Company, prior to the resignation, and as at the date hereof, there were no reportable events as defined in NI 51-102 (Part 4.11).

The contents of this Notice and the termination of the Former Auditor and the proposed appointment of the Successor Auditor were approved by the Audit Committee and the Company’s Board of Directors.

DATED at Toronto, Ontario this 10th day of January, 2023.

**BY ORDER OF THE BOARD OF DIRECTORS OF
AMERICAN AIRES INC.**

Per: “Dimitry Serov” (signed)
Dimitry Serov
President & Chief Executive Officer