

TRANSCANNA HOLDINGS INC.

NOTICE OF CHANGE OF AUDITOR

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

AND TO: Dale Matheson Carr-Hilton Labonte LLP

Pursuant to Section 4.11 of National Instrument 51-102 – Continuous Disclosure Obligations (NI 51-102), TransCanna Holdings Inc. (the "**Company**") hereby gives notice that Dale Matheson Carr-Hilton Labonte LLP (DMCL) has resigned as the auditor of the Company effective September 29, 2022.

The audit committee of the board of directors of the Company is considering alternatives for a successor auditor to fill the vacancy created by the resignation of DMCL until the next annual general meeting of shareholders.

The Company confirms that:

1. effective September 29, 2022, DMCL resigned at its own initiative, as the auditor of the Company;
2. on October 20, 2022, the board or directors of the Company, upon recommendation by the audit committee of the Company, considered and approved the acceptance of the resignation of DMCL as the auditor of the Company;
3. there have been no reservations or modified opinions in the auditor's reports of DMCL on the financial statements of the Company for (a) the audit of the two most recently completed fiscal years of the Company; or (b) any period subsequent to the most recently period for which an audit report was issued and preceding the effective date of the resignation of DMCL; and
4. there have been no "reportable events" (as defined in NI 51-102).

DATED this 24th day of October, 2022

TRANSCANNA HOLDINGS INC.

"James R. Blink"

James R. Blink
President and CEO