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February 18, 2020

## FILED ON SEDAR

British Columbia Securities Commission

Dear Sirs/Mesdames:

**Re: SEDAR Project No. 02953431  
Vanadium 23 Capital Corporation (the "Issuer")  
Withdrawal of Amended and Restated Preliminary Prospectus  
dated November 13, 2019**

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On behalf of the Issuer, we hereby withdraw its amended and restated preliminary prospectus dated November 13, 2019 filed with the British Columbia Securities Commission on SEDAR on November 21, 2019.

Please do not hesitate to contact the undersigned if you have any questions.

Yours truly,

**OWEN BIRD LAW CORPORATION**

*Jeff Lightfoot*

Jeffrey B. Lightfoot