

Veji Holdings Ltd.

**NOTICE OF CHANGE OF AUDITOR
Pursuant to National Instrument 51-102, Section 4.11**

May 19th, 2023

**British Columbia Securities Commission
Alberta Securities Commission
Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Securities Commission
CSE**

Attention: Continuous Disclosure

Dear Sir/Mesdames:

**Re: Veji Holdings Ltd. (the "Corporation")
Notice of Change of Auditor Pursuant to Part 4.11 of National Instrument 51-102**

The Corporation hereby gives notice pursuant to Section 4.11 of National Instrument 51-102 – *Continuous Disclosure Requirements* ("NI 51-102") as follows:

1. **Baker Tilly WM LLP, Chartered Professional Accountants, Licensed Public Accountants** (the "**Former Auditor**"), have resigned as auditors of the Corporation effective November 25th, 2022, at its own initiative;
2. **Paul J. Rozek Professional Corporation**, Chartered Professional Accountant (the "**Successor Auditor**"), has been appointed as successor auditor, to hold office commencing May 19th, 2023 until the close of the next annual general meeting of the Corporation;
3. the resignation 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;
4. the Former Auditor has not expressed any reservation or modified opinion on any of the Corporation's financial statements for (i) the audits of the two most recently completed fiscal years; and (ii) any period subsequent to the most recently completed period for which an audit report was issued and preceding the effective date of the Former Auditor's resignation; and
5. 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 most recent financial year and ending at the date of this notice.

DATED at Calgary, Alberta, this May 19th, 2023.

Veji Holdings Ltd.

Per: "Kory Zelickson"

Kory Zelickson
CEO and Director