

SPROUT AI INC.
Suite 4300, 888 - 3rd Street SW
Calgary, Alberta
T2P 5C5
(the “Corporation”)

NOTICE OF CHANGE OF AUDITOR
(the “Notice”)

To: British Columbia Securities Commission
Ontario Securities Commission
Alberta Securities Commission

And To: MNP LLP, Chartered Professional Accountants

1. MNP LLP, Chartered Professional Accountants, has resigned as auditors of the Corporation effective February 14, 2022, of its own initiative.

In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* (“**NI 51-102**”), the Corporation confirms that:

1. The directors of the Corporation have received the resignation of MNP LLP, Chartered Professional Accountants, to resign as auditor of the Corporation, effective February 14, 2022;
2. No “reportable event” as defined in NI 51-102 has occurred and no financial statements have expressed a modified opinion during the period that MNP LLP, Chartered Professional Accountants was first appointed by the Corporation and the date of this Notice; and
3. The Board of Directors has approved the resignation of MNP LLP, Chartered Professional Accountants.

Dated at Calgary, Alberta, this 16th day of February 2022

SPROUT AI INC.

Per: “Chris Bolton”
Chief Executive Officer