

**BLACKICE ENTERPRISE RISK MANAGEMENT INC.**

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

AND TO: Manning Elliott LLP  
KPMG LLP

RE: Notice of Change of Auditor pursuant to Section 4.11 of National Instrument  
51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”)

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Pursuant to Section 4.11(7) of NI 51-102, BlackIce Enterprise Risk Management Inc. (the “**Issuer**”) hereby gives notice of the change of its auditor from Manning Elliott LLP (“**Manning**”) to KPMG LLP (“**KPMG**”). In accordance with NI 51-102, the Issuer hereby states that:

1. Manning has resigned as auditors of the Issuer at the request of the Issuer effective February 2, 2015;
2. the resignation of Manning and the appointment of KPMG as the Issuer’s auditor have been considered and approved by the Issuer’s Board of Directors;
3. there was no modified opinion in Manning’s report for the Issuer’s most recently completed fiscal year, nor for any subsequent period;
4. there have been no “reportable events” within the meaning assigned under subsection 4.11(1) of NI 51-102.

DATED the 2nd day of February, 2015.

BY ORDER OF THE BOARD OF DIRECTORS  
OF **BLACKICE ENTERPRISE RISK MANAGEMENT INC.**

*“Mukhtar Kalyan*  
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Mukhtar Kalyan  
Chief Executive Officer