

**Replenish Nutrients Holding Corp.
Change of Auditor Notice
Pursuant to National Instrument 51-102, Section 4.11**

Former Auditor

On October 5, 2023, PricewaterhouseCoopers LLP resigned as the auditor of Replenish Nutrients Holding Corp. (formerly known as EarthRenew Inc.).

The Board of Directors accepted the resignation of the auditor.

The auditor's reports of PricewaterhouseCoopers LLP on the financial statements of EarthRenew Inc. for the two years ended December 31, 2022, did not contain any modifications as to departures from generally accepted accounting principles or limitation in the scope of the audit.

In connection with the audits for the two years ended December 31, 2022, and through to October 5, 2023, there have been no reportable events, as defined in the National Instrument.

Successor Auditor

The reporting issuer appointed Deloitte LLP as its new auditor as of October 5, 2023. The Board of Directors considered and approved the appointment.

Dated at Okotoks, Alberta, this 5th day of October 2023.

Replenish Nutrients Holding Corp. (formerly known as EarthRenew Inc.)
per: Matthew Greenberg, Chief Financial Officer