



July 7, 2016

BY SEDAR

RE: Stingray Digital Group Inc. ("Stingray")

SEDAR project numbers 2498422, 2498424

Stingray is refiling the English and French versions of its Management's Discussion and Analysis and its Annual Report for the year ended March 31, 2016 (collectively, the "2016 annual filings").

The 2016 annual filings have been amended to include a statement to the effect that as at March 31, 2016, an evaluation was carried out, under the supervision of the CEO and the CFO of Stingray, of the effectiveness of the ICFR based on the 2013 COSO Framework. Based on this evaluation, they have concluded that Stingray's ICFR were effective as at March 31, 2016.

The 2016 annual filings have also been amended to correct certain minor clerical errors.

STINGRAY DIGITAL GROUP INC.

Per :

(signed) Jean-Pierre Trahan

Jean-Pierre Trahan
Chief Financial Officer