



**NEWS RELEASE**  
**NASDAQ:TIL**  
**TSX.V: TIL**  
**February 3, 2017**  
**NR 17-02**  
**[www.tillcap.com](http://www.tillcap.com)**

### **TILL CAPITAL ANNOUNCES CHANGE OF AUDITOR**

**Hamilton, Bermuda, February 3, 2017: Till Capital Ltd. (NASDAQ: TIL TSX.V: TIL)** (the “Company” or “Till”), a Bermuda domiciled company, announces that, due to its becoming a U.S. domestic issuer as of January 1, 2017, it has changed its auditor from Grant Thornton LLP, Toronto, Ontario, Canada (the “Former Auditor”) to Grant Thornton LLP, Hartford, Connecticut, USA (the “Successor Auditor”).

At the request of the Company, the Former Auditors resigned effective December 27, 2016 and the board of directors approved the appointment of the Successor Auditor as the Company’s auditor effective December 27, 2016.

There were no reservations in the Former Auditor’s reports on any of the Company’s financial statements relating to the period during which the Former Auditor was the Company’s auditor. There were no reportable events between the Company and the Former Auditor.

The Company’s Audit Committee and Board of Directors have approved the resignation of the Former Auditor. Pursuant to Canadian National Instrument 51-102 - Continuous Disclosure Obligations, the notice of change of auditor, together with the letter from the Former Auditor and the letter from the Successor Auditor, have been reviewed by the Company’s Audit Committee and Board of Directors and are available on SEDAR.

**Reported by:**

**John T. Rickard**  
**Director and Chief Executive Officer**  
**(208) 635-5415**

**Till Capital Ltd.**

Till Capital Ltd. is a Bermuda-domiciled company with two wholly-owned subsidiaries, Omega Insurance Holdings Inc. and Resource Re Ltd. Omega Insurance Holdings Inc. owns Omega General Insurance Company, a Canadian insurance company offering innovative and customized insurance industry solutions, including fronting and run-off services for insurers/reinsurers, within the Canadian marketplace. Omega Insurance Holdings Inc. also operates Focus Group Inc., a consulting and project management company servicing the local and international needs of its Property Casualty Insurance

clients. Resource Re Ltd. is a Bermuda-domiciled reinsurance company regulated by the Bermuda Monetary Authority with a Class 3A insurance license directed to underwrite reinsurance policies within a long term investment strategy. Through its regulated subsidiaries, the Company has been structured to produce underwriting profits as well as above average returns on assets under management.

**For additional information:**

**Till Capital Ltd.**

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**Cautionary Note**

*At this time, the Company has no current plans to provide earnings guidance due to the volatility of investment returns.*

*The Till Capital shares are restricted voting shares, whereby no single shareholder of Till Capital is able to exercise voting rights for more than 9.9% of the voting rights of the total issued and outstanding Till Capital shares (the "9.9% Restriction"). However, if any one shareholder of Till Capital beneficially owns, or exercises control or direction over, more than 50% of the issued and outstanding Till Capital shares, the 9.9% Restriction will cease to apply to the Till Capital shares.*

*This news release shall not constitute an offer to sell or a solicitation of an offer to buy any securities of Till Capital or any other securities, and shall not constitute an offer, solicitation or sale in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful. Trading in the securities of Till Capital should be considered speculative.*

*Neither the TSX Venture Exchange nor its Regulatory Service Provider (as that term is defined in the policies of the TSX Venture Exchange) nor the Bermuda Monetary Authority accepts responsibility for the adequacy or accuracy of this release.*

**Cautionary Statement Regarding Forward Looking Information**

*Except for statements of historical fact, this news release contains certain "forward-looking information" within the meaning of applicable securities laws. These forward-looking statements are intended to qualify for the safe harbor from liability established by the Private Securities Litigation Reform Act of 1995, and generally can be identified by phrases such as "plan", "except", "project", "intend", "believe", "anticipate", "estimate", "will", "could" and other similar words, or statements that certain events or conditions "may" occur. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Except as required by law, Till Capital assumes no obligation to update forward-looking information should circumstances or management's estimates or opinions change.*