

EARTHWEAR CLOTHIERS

15 January 2014

Katz & Fritz
PO Box 402
City

In connection with an audit of our financial statements for the year ended 31 December 2013, please furnish our auditors, Willis & Adams International, PO Box 333, Europolis, with the information requested below concerning contingencies involving matters with respect to which you have devoted substantial attention on behalf of the company in the form of legal consultation or representation. For the purposes of your response to this letter, we believe that as to each contingency an amount in excess of €25,000 would be material, and in the aggregate €150,000. However, determination of materiality with respect to the overall financial statements cannot be made until our auditors complete their examination. Your response should include matters that existed at 31 December 2013, and during the period from that date up to the date of the audit report, which is anticipated to be on or about 15 February 2014.

Regarding pending or threatened litigations, claims and assessments, please include in your response: (1) the nature of each matter; (2) the progress of each matter to date; (3) how the company is responding or intends to respond (for example, to contest the case vigorously or seek an out-of-court settlement); and (4) an evaluation of the likelihood of an unfavourable outcome and an estimate, if one can be made, of the amount or range of potential loss. Please furnish to our auditors such explanation, if any, that you consider necessary to supplement the foregoing information, including an explanation of the matters on which your views may differ from those stated.

We understand that in the course of performing legal services for us with respect to a matter recognized to involve an unasserted possible claim or assessment that may call for financial statement disclosure, if you have formed a professional conclusion that we should disclose or consider disclosure concerning such possible claim or assessment, as a matter of professional responsibility to us, you will so advise us and will consult with us concerning the question of such disclosure and the applicable requirements of International Accounting Standard 37 *Provisions, Contingent Liabilities and Contingent Assets*. Please specifically confirm to our auditors that our understanding is correct.

Please specifically identify the nature of and reasons for any limitation on your response.

Sincerely,
Calvin J. Rogers
Chief Executive Officer
EarthWear Clothiers