

Cariboo Rose Resources Ltd. CRB TSX-V

suite 110 - 325 Howe Street, Vancouver, BC Canada V6C 1Z7
tel: 604-681-7913 fax: 604-681-9855 toll free: 888-656-6611
email: info@eastfieldgroup.com website: www.caribooro.com

NOTICE OF CHANGE OF AUDITORS

To: British Columbia Securities Commission
Alberta Securities Commission
Hay & Watson, Chartered Professional Accountants
Davidson & Company LLP, Chartered Professional Accountants

NOTICE IS HEREBY GIVEN that, on the advice of the Audit Committee of Cariboo Rose Resources Ltd. (the "Company"), the Board of Directors of the Company resolved on June 28, 2023 that:

- (a) The resignation by Hay & Watson, Chartered Professional Accountants, to be effective June 28, 2023, as auditors of the Company be accepted; and
- (b) Davidson & Company LLP, Chartered Professional Accountants, be appointed as auditors of the Company to be effective June 28, 2023 to hold office until the next annual meeting at a remuneration to be fixed by the Board of Directors of the Company.

In accordance with **National Instrument 51-102 *Continuous Disclosure Obligations*** ("**NI 51-102**") we confirm that:

- (a) Hay & Watson resigned as auditors of the Company on its own initiative effective June 28, 2023;
- (b) Hay & Watson have not expressed any reservations or modified opinions in its reports for the fiscal years prepared and filed for the Company for the years ended February 28, 2021 and February 28, 2022;
- (c) the resignation of Hay & Watson and the appointment of Davidson & Company LLP as auditors of the Company were both considered by the Audit Committee and approved by the Board of Directors of the Company;
- (d) in the opinion of the Audit Committee and by the Board of Directors of the Company, there have been no "Reportable Events" as defined in **NI 51-102** in connection with the audits for the Company for the fiscal years ended February 28, 2021 and February 28, 2022; and
- (e) the Notice of Change of Auditors and the letter of resignation from Hay & Watson, Chartered Professional Accountants, and the letter from the successor Auditors, Davidson & Company LLP, Chartered Professional Accountants, have been reviewed and accepted by the Audit Committee and by the Board of Directors of the Company.

Dated: June 28, 2023



Per: _____
David Douglas, Chief Financial Officer