

**SYLLA GOLD CORP.
NOTICE OF CHANGE OF AUDITORS
PURSUANT TO NATIONAL INSTRUMENT 51-102 (“NI 51-102”)**

TO: SMYTHE LLP

AND TO: CROWE MACKAY LLP

**AND TO: BRITISH COLUMBIA SECURITIES COMMISSION
ALBERTA SECURITIES COMMISSION
ONTARIO SECURITIES COMMISSION
NOVA SCOTIA SECURITIES COMMISSION**

**RE: NOTICE REGARDING PROPOSED CHANGE OF AUDITOR PURSUANT TO
NI 51-102**

Notice is hereby given that the board of directors of Sylla Gold Corp. (the “**Company**”) determined:

1. to accept the resignation, on its own initiative, dated November 3, 2022, of Smythe LLP (the “**Former Auditor**”), as auditor of the Company;
2. to appoint Crowe MacKay LLP (the “**Successor Auditor**”), as auditor of the Company, effective December 9, 2022;
3. there have been no modified opinions in the Former Auditor’s reports on any of the Company’s financial statements for the two most recently completed fiscal years nor for any period subsequent to the most recently completed fiscal year; and
4. in the opinion of the Company, prior to the resignation, and as at the date hereof, there were no reportable events as defined in NI 51-102 (Part 4.11).

The contents of this Notice and the termination of the Former Auditor and the proposed appointment of the Successor Auditor were approved by the Audit Committee and the Board of Directors of the Company.

DATED at Toronto, Ontario this 12th day of December, 2022.

**BY ORDER OF THE BOARD OF DIRECTORS OF
SYLLA GOLD CORP.**

“Regan Isenor” (signed)

Regan Isenor
President and Chief Executive Officer