



Ontario Securities Commission
22nd Floor – 20 Queen Street West
Toronto, ON M5H 3S8

December 11, 2020

Dear Sir/Madam

Re: Notice of Change of Auditors for First Cobalt Corp.

Pursuant to National Instrument 51-102, First Cobalt Corp. hereby provides change of auditor notice as follows:

- On December 10, 2020, MNP LLP of Vancouver, British Columbia resigned as First Cobalt Corp.'s auditor, at the Company's request,
- On December 10, 2020, First Cobalt Corp. appointed KPMG LLP of Toronto, Ontario, to fill the vacancy created by the resignation of MNP LLP, and to hold such position until the close of the next annual meeting of shareholders of First Cobalt Corp.
- The resignation of MNP LLP and the appointment of KPMG LLP was considered and approved by the Board of Directors of First Cobalt Corp.
- There were no modifications of opinion by MNP LLP in the Auditors' Reports of the two most recently completed fiscal years ended December 31, 2019 and December 31, 2018.
- The Board of Directors of First Cobalt Corp. is of the opinion that there were no "reportable events" as defined by National Instrument 51-102, which occurred in connection with the audit of the two most recently completed fiscal years or for any period subsequent to the most recently completed fiscal period for which an Auditors' Report was issued.
- Dated at the City of Toronto, in the Province of Ontario, this 11th day of December, 2020.

Yours very truly,

A handwritten signature in black ink, appearing to read "Ryan Snyder", written over a horizontal line.

Ryan Snyder, Chief Financial Officer
First Cobalt Corp.