

CABRAL GOLD INC.
(the “Company”)

NOTICE OF CHANGE OF AUDITOR

The Company hereby gives notice pursuant to section 4.11 of National Instrument 51-102 *Continuous Disclosure Obligations* that:

- (a) MNP LLP resigned as auditor of the Company effective December 6, 2017, and the board of directors of the Company have appointed DeVisser Gray LLP as the Company’s successor auditor and propose DeVisser Gray LLP for appointment as the auditor of the Company at the next annual general meeting of the shareholders of the Company.
- (b) The resignation of the former auditor was mutually agreed upon by the Company and the former auditor.
- (c) The resignation of the former auditor and the appointment of the successor auditor have been approved by the Company’s board of directors.
- (d) There were no modified opinions in the former auditor’s reports for the audits of the Company’s two most recently completed fiscal years or any period subsequent to the most recently completed fiscal year and ending on December 6, 2017.
- (e) There were no reportable events (as defined in Section 4.11(1) of National Instrument 51-102) between the Company and the former auditor.

Filed herewith are copies of the letters from the former and successor auditors.

Dated: December 6, 2017

CABRAL GOLD INC.

“Paul Hansed”

By: _____
Paul Hansed
Chief Financial Officer