

JZR GOLD INC.

**NOTICE OF CHANGE OF AUDITOR
Pursuant to National Instrument 51-102, Section 4.11**

**TO: Davidson & Company LLP, Chartered Professional Accountants
Baker Tilly WM LLP, Chartered Professional Accountants**

**RE: JZR Gold Inc. (the "Company")
Notice of Change of Auditor Pursuant to Part 4.11 of National Instrument 51-102**

In compliance with Section 4.11 of National Instrument 51-102 – *Continuous Disclosure Requirement* ("NI 51-102"), please be advised as follows:

1. The Company has decided to change its auditor from Davidson & Company LLP, Chartered Professional Accountants (the "**Former Auditor**") to Baker Tilly WM LLP, Chartered Professional Accountants (the "**Successor Auditor**") effective August 31, 2023.
2. Davidson & Company LLP, Chartered Professional Accountants, has resigned at the request of the Company.
3. Baker Tilly WM LLP, Chartered Professional Accountants, has been appointed as successor auditor, to hold office commencing August 31, 2023, until the close of the next annual general meeting of the Company.
4. The resignation of the Former Auditor as the Company's auditor and appointment of the Successor Auditor as the Company's auditor were approved by the Board of Directors of the Company and the Audit Committee.
5. The Former Auditor has not expressed any reservation or modified opinion on any of the Company's financial statements for (i) the auditors of the two most recently completed fiscal years; and (ii) any period subsequent to the most recently completed period for which an audit report was issued and preceding the effective date of the Former Auditor's resignation.
6. To the knowledge of the directors of the Company, no "reportable event" as such term is defined in NI 51-102 has occurred in connection with the audits for the period commencing at the beginning of the Company's most recent financial year and ending at the date of this Notice.

DATED the 31st day of August, 2023.

JZR GOLD INC.

/s/ "R Klenk"

Rob Klenk
Chief Executive Officer