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December 29, 2021

BY SEDAR

Financial Reporting Department of the British Columbia Securities Commission

**Re : Fairchild Gold Corp. (the “Issuer”)
Refiling of Management’s Discussion and Analysis for the Interim Period
Ended May 31, 2021.**

Dear Sirs and Mesdames,

We act as legal counsel for the Issuer, who is a reporting issuer in the provinces of Alberta, British Columbia, Ontario and Quebec and whose securities are listed and posted for trading on the TSX Venture Exchange under the trading symbol “FAIR”.

The Issuer has filed with the *British Columbia Securities Commission*, the *Ontario Securities Commission*, the *Alberta Securities Commission* and the *Autorité des Marchés Financiers* via SEDAR a preliminary short form prospectus and related documents under *National Instrument 44-101 (“NI 44-101”)*. As a result of a review by the *British Columbia Securities Commission* (the “**BCSC**”), the Issuer has amended and restated its management’s discussion and analysis for the interim period ended May 31, 2021 (the “**Revised MD&A**”), that shall replace and supersede the Issuer’s management’s discussion and analysis that was previous filed on SEDAR on July 29, 2021, bearing project number 3255504.

On the date set forth hereinabove, the Issuer has filed the Revised MD&A and applicable certificates in Form 52-109F2R so as to comply with the BCSC’s review and applicable securities legislation.

We trust everything to be to your entire satisfaction.

Yours truly,

DUNTON RAINVILLE LLP

Per: “Yanni Sideris”

Yanni Sideris

✉ ysideris@duntonrainville.com