



TSX-V: JG

British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Ernst & Young LLP
KPMG LLP

Change of Auditor Notice
Pursuant to National Instrument 51-102, Section 4.11

In accordance with Section 4.11 of National Instrument 51-102 *Continuous Disclosure Obligations*, please be advised as follows:

1. Effective December 10, 2019, Ernst & Young LLP (the “**Former Auditor**”) resigned as auditors of Japan Gold Corp. (the “**Company**”) at the request of the Company.
2. KPMG LLP (the “**Successor Auditor**”) has been appointed as the Company’s successor auditors until the next annual general meeting of the Company.
3. The resignation of the Former Auditor and the appointment of the Successor Auditor was considered and approved by the Audit Committee of the Company’s Board of Directors and by the Company’s Board of Directors.
4. The Former Auditor’s reports on the financial statements of the Company for the two most recently completed financial years and through to the date of the Former Auditor’s resignation did not contain a modified opinion.
5. There have been no “reportable events”, as defined in Section 4.11(1) of National Instrument 51-102, between the Company and the Former Auditor.

Dated at Vancouver, BC, and this 10th day of December 2019.

Japan Gold Corp.

Per: “Vince Boon”

Vince Boon
Chief Financial Officer