

November 28, 2022

TSX Venture Exchange

Dear Sirs:

**Re: Rebel Capital 2.0 Corp**

We refer to the Filing Statement of Rebel Capital 2.0 Corp. (the “Company”) dated November 28, 2022 in connection with the completion of a Qualifying Transaction (the “Filing Statement”).

We consent to being named and to the use in the above-mentioned Filing Statement, of our report dated September 16, 2022, to the Shareholders of 1271332 B.C. Ltd.:

- a. Carve-out statement of financial position of the Company as at April 30, 2022 and April 30, 2021 for the Carve Out Financial Statements of Wedge Lake Mineral Property; and
- b. Carve-out statements of loss and other comprehensive loss, carve-out statements of changes in net parent investment and carve-out statements of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

We report that we have read the Filing Statement and all information therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor’s consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the Filing Statement as these terms are described in the CPA Canada Handbook–Assurance.

This letter is provided solely for the purpose of assisting the stock exchange to which it is addressed in discharging its responsibilities and should not be used for any other purpose.

Yours truly,



Chartered Professional Accountants