



December 20 2024

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers (Québec)
Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Service Newfoundland & Labrador
Financial and Consumer Services Division (Prince Edward Island)
Office of the Superintendent of Securities, Northwest Territories
Office of the Yukon Superintendent of Securities
Office of the Superintendent of Securities Nunavut

We refer to the prospectus supplement of GoldMining Inc. (the Company) dated December 20, 2024 to a short form base shelf prospectus of the Company dated November 24, 2023 relating to the at-the-market distribution of up to US\$50,000,000 of common shares of the Company.

We consent to being named in and to the use, through incorporation by reference, in the above-mentioned prospectus supplement of our report dated February 27, 2024 to the Shareholders and Board of Directors of the Company on the following consolidated financial statements:

- consolidated statements of financial position as at November 30, 2023 and November 30, 2022;
- consolidated statements of comprehensive loss, changes in equity and cash flows for the years then ended; and
- the related notes.

We report that we have read the prospectus supplement and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from the consolidated financial statements on which we have reported, or that are within our knowledge as a result of our audit of such consolidated 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 prospectus as these terms are described in the CPA Canada Handbook – Assurance.

PricewaterhouseCoopers LLP

Chartered Professional Accountants

PricewaterhouseCoopers LLP
250 Howe Street, Suite 1400, Vancouver, British Columbia, Canada V6C 3S7
T: +1 604 806 7000, F: +1 604 806 7806, ca_vancouver_main_fax@pwc.com, www.pwc.com/ca