

PRECIPITATE GOLD CORP.

Suite 580, 625 Howe St.
Vancouver, BC V6C 2T6
Telephone: (604) 558-0335



NOTICE OF CHANGE OF AUDITORS

PURSUANT TO NATIONAL INSTRUMENT 51-102 ("NI 51-102")

December 7, 2023

TO: Davidson & Company LLP

AND TO: De Visser Gray LLP

AND TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Yukon Securities Commission

Dear Sirs/Mesdames:

Re: Notice Regarding Proposed Change of Auditor Pursuant to NI 51-102

Notice is hereby given that the Board of Directors of Precipitate Gold Corp.

1. Accept the resignation, at the request of the Company, of Davidson & Company LLP (the "**Former Auditor**"), as auditor of the Company; and
2. Engage De Visser Gray LLP (the "**Successor Auditor**"), as auditor of the Company.

There have been no modified opinions in the Former Auditor's reports on any of the Company's financial statements for the two most recently completed fiscal years nor for any period subsequent to the most recently completed fiscal year.

In the opinion of the Company, prior to the resignation, and as at the date hereof, there were no reportable events as defined in NI 51-102 (Part 4.11).

The contents of this Notice and the termination of the Former Auditor and the proposed appointment of the Successor Auditor were approved by the Audit Committee and the Board of Directors of the Company.

DATED at Vancouver, British Columbia, this 7th day of December, 2023.

**BY ORDER OF THE BOARD OF DIRECTORS OF
PRECIPITATE GOLD CORP.**

"Jeffery Wilson"

Jeffrey Wilson, President & CEO