



Notice of Change of Auditors

Pursuant to National Instrument 51-102

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

AND TO: Davidson & Company LLP
Jones & O'Connell LLP

July 28, 2022

Dear Sirs/Mesdames:

RE: Notice Regarding Change of Auditor Pursuant to National Instrument 51-102

Notice is hereby given, pursuant to section 4.11 of National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”), of a change of auditor of Honey Badger Silver Inc. (the “**Corporation**”).

1. On July 25, 2022, Davidson & Company LLP (the “**Former Auditors**”) notified the Company about the firm’s decision to not stand for re-appointment as the auditor of the Company for the year ending December 31, 2022.
2. This decision of the Former Auditors was considered and accepted by the Audit Committee and the Board of Directors of the Corporation.
3. The Audit Committee also recommended, and the Board of Directors approved, subject to the applicable regulations, the appointment of Jones & O’Connell LLP (the “**New Auditors**”), as auditors of the Corporation to provide audit services to the Corporation for the year ending December 31, 2022, and to hold office as auditors of the Corporation until the next annual meeting of shareholders of the Corporation.
4. There was no reservation contained in the Former Auditor’s reports on the financial statements of the Corporation for: (a) the two most recently completed financial years of the Corporation; or (b) for any period subsequent thereto for which an audit report was issued and preceding the effective date of the resignation of the Former Auditors.
5. In the opinion of the Audit Committee and the Board of Directors of the Corporation, there are no reportable events to declare as defined in subparagraph 4.11(1) of NI 51-102.

HONEY BADGER SILVER INC.

Per:

A handwritten signature in black ink that reads "D. McLean". The signature is written in a cursive style and is positioned above a horizontal line.

Donna McLean
Chief Financial Officer