



**KPMG LLP**  
Bay Adelaide Centre  
333 Bay Street Suite 4600  
Toronto ON M5H 2S5  
Canada

Telephone (416) 777-8500  
Fax (416) 777-8518  
Internet [www.kpmg.ca](http://www.kpmg.ca)

Alberta Securities Commission  
British Columbia Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
Nova Scotia Securities Commission  
Ontario Securities Commission  
The Manitoba Securities Commission  
Office of the Yukon Superintendent of Securities

To whom it may concern:

**Re: Seabridge Gold Inc. (the “Entity”)**

We refer to the short form base shelf prospectus of the above Entity dated December 23, 2022, relating to the sale and issue of common shares, warrants, units, subscription receipts, and debt securities up to an initial offering price of US\$750,000,000 of the Entity.

We, KPMG LLP, consent to being named and to the use, through incorporation by reference in the above-mentioned short form prospectus, of our report dated March 24, 2022, to the Shareholders and Board of Directors of the Entity on the following consolidated financial statements:

Consolidated statements of financial position as of December 31, 2021 and December 31, 2020,

The related consolidated statements of operations and comprehensive income (loss), changes in shareholders' equity and cash flows for each of the years in the two-year period ended December 31, 2021, and

The related notes

We report that we have read the short form prospectus 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 are derived from the consolidated financial statements upon 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*.

Yours very truly,

Chartered Professional Accountants, Licensed Public Accountants  
December 23, 2022  
Toronto, Canada