

GOLDEN ARROW RESOURCES CORPORATION

Suite 411 – 837 West Hastings Street
Vancouver, BC V6C 3N62

TO: British Columbia Securities Commission
Alberta Securities Commission

AND TO: PricewaterhouseCoopers LLP
Crowe MacKay LLP

NOTICE OF CHANGE OF AUDITOR

Golden Arrow Resources Corporation (the “**Company**”), pursuant to National Instrument 51-102 (“**NI 51-102**”), hereby notifies you of the following:

- (a) PricewaterhouseCoopers LLP, Chartered Professional Accountants, has resigned as auditor of the Company at the Company’s request effective August 19, 2024.
- (b) The resignation of PricewaterhouseCoopers LLP, Chartered Professional Accountants as the former auditor of the Company and the appointment of Crowe MacKay LLP, Chartered Professional Accountants, has been approved by the Board of Directors of the Company.
- (c) There are no modified opinions expressed by PricewaterhouseCoopers LLP, Chartered Professional Accountants in the audit reports in respect of the two most recently completed financial years of the Company, nor any period from the most recently completed period for which PricewaterhouseCoopers LLP, Chartered Professional Accountants issued an audit report in respect of the Company and the date of this Notice.
- (d) No “reportable event” as defined in NI 51-102 has occurred in connection with the audits of the two most recently completed financial years of the Company, nor any period from the most recently completed period for which PricewaterhouseCoopers LLP, Chartered Professional Accountants issued an audit report in respect of the Company and the date of this Notice.

DATED this 19th day of August, 2024.

GOLDEN ARROW RESOURCES CORPORATION

Per:


Darren Urquhart
Chief Financial Officer



August 23, 2024

To: British Columbia Securities Commission and Alberta Securities Commission

We have read the statements made by Golden Arrow Resources Corporation in the attached copy of change of auditor notice dated August 19, 2024, which we understand will be filed pursuant to Section 4.11 of National Instrument 51-102.

We agree with the statements in the change of auditor notice dated August 19, 2024.

Yours very truly,

/s/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

"PwC" refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



Crowe MacKay LLP

1100 - 1177 West Hastings Street
Vancouver, BC V6E 4T5

Main +1 (604) 687-4511

Fax +1 (604) 687-5805

www.crowemackay.ca

August 20, 2024

British Columbia Securities Commission
Alberta Securities Commission

Dear Sirs/Mesdames,

Re: Golden Arrow Resources Corporation – Notice of Change of Auditor

As required by National Instrument 51-102, we confirm that we have reviewed the information contained in the Notice of Change of Auditor (the "Notice") dated August 19, 2024 by Golden Arrow Resources Corporation and, based on our knowledge of such information at this time, we agree with the information contained in the Notice.

Yours very truly,

Crowe Mackay LLP

Chartered Professional Accountants