

NOTICE OF CHANGE OF AUDITOR

TO: Reliant CPA, Chartered Professional Accountants
SRCO Professional Corporation, Chartered Professional Accountants

Cloud3 Ventures Inc. (the "Company") hereby gives notice of the following pursuant to Section 4.11 of National Instrument 51-102 - Continuous Disclosure Obligations ("**NI 51-102**"):

1. On December 3, 2024 (the "**Effective Date**"), Reliant CPA, Chartered Professional Accountants (the "**Former Auditor**") resigned as auditor of the Company at its own initiative;
2. The Company's Audit Committee and Board of Directors considered and approved the resignation of the Former Auditor as auditor of the Company and the appointment of SRCO Professional Corporation, Chartered Professional Accountants (the "**Successor Auditor**") as successor auditor effective as of the Effective Date;
3. There were no modified opinions in the auditor's reports of Former Auditor on any of the Company's previous financial statements; and
4. There are no "reportable events" as such term is defined in NI 51-102.

Attached hereto are copies of the letter from the Former Auditor and Successor Auditor.

Dated as of December 3, 2024.

CLOUD3 VENTURES INC.

/s/ "David Nikzad"

David Nikzad,
Chairman, Chief Executive Officer