



NOTICE OF CHANGE OF AUDITOR (“Notice”)

TO: BRITISH COLUMBIA SECURITIES COMMISSION
ALBERTA SECURITIES COMMISSION
TSX VENTURE EXCHANGE

At the request of Golden Cariboo Resources Ltd. (the “**Company**”) BDO Canada LLP, Chartered Accountants, resigned as the Company’s auditor effective November 6, 2015. Davidson & Company LLP, Chartered Accountants, have been appointed as the Company’s successor auditors.

In accordance with National Instrument 51-102 (“NI 51-102”) we confirm that:

- (a) BDO Canada LLP, Chartered Accountants, was asked to resign as auditor of the Company to facilitate the appointment of Davidson & Company LLP, Chartered Accountants, of 1200 – 609 Granville Street, Vancouver, BC V7Y 1G6;
- (b) BDO Canada LLP, Chartered Accountants, has not expressed any reservation in its reports for two the most recently completed fiscal years of the Company, nor for any period subsequent thereto for which an audit report was issued and preceding the date hereof;
- (c) The resignation of BDO Canada LLP, Chartered Accountants and the appointment of Davidson & Company LLP, Chartered Accountants as auditor of the Company were considered and approved by the Board of Directors of the Company;
- (d) There have been no reportable events, being “disagreements”, “consultations” or “unresolved issues” as those term as defined in in Part 4.11 of National Instrument 51-102; and
- (e) The Notice of Resignation, and the appointment of Davidson & Company LLP, Chartered Accountants, has been reviewed by the Audit Committee and the Board of Directors

Golden Cariboo Resources Ltd.

Per: “*Christopher P. Cherry*”

Christopher P. Cherry,
Chief Financial Officer