

AUDITORS' CONSENT

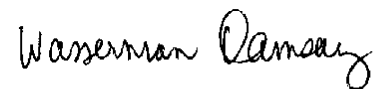
To: American Critical Elements Inc.

We consent to the use of our auditors' report dated August 25, 2023 to the shareholders of American Critical Elements Inc. (the Company) on the consolidated financial statements of the Company comprising the consolidated statements of financial position of the Company as at April 30, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then to be filed with securities regulatory authorities on SEDARPLUS on or about August 25, 2023.

We have not performed any procedures subsequent to the date of this consent.

This consent is provided to the Company for use solely in connection with the above filing of these consolidated financial statements pursuant to the continuous disclosure provisions of securities legislation of Ontario; accordingly, we do not consent to the use of our auditors' report for any other purpose.

Markham, Ontario
August 25, 2023



Chartered Professional Accountants
Licensed Public Accountants