

May 27, 2021

TO: Headwater Gold Inc
AND TO: British Columbia Securities Commission
AND TO: Alberta Securities Commission
AND TO: Ontario Securities Commission

Dear Sirs/Mesdames:

RE: Headwater Gold Inc. (the "Company") – Consent of Expert

Reference is made to:

- (i) the technical report entitled "NI 43-101 on the Katey and Mahogany Properties, Malheur County, Orogen United States" with an effective date December 27, 2020.(the "Report"); and
- (ii) the Company's preliminary prospectus dated May 26, 2021 and all documents incorporated by reference therein (collectively, the "Prospectus").

I hereby:

1. consent to:

- i. the public filing of the Report;
- ii. being named in the Prospectus; and
- iii. the use of any extracts from and/or a summary of the Report in the Prospectus, and to the incorporation of the Report by reference in the Prospectus; and

2. confirm that I have read the Prospectus and that:

- i. such documents fairly and accurately represent the information in the sections of the Report for which I am responsible; and
- ii. I have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are derived from the Report or that are within my knowledge as a result of the services performed by me in connection with the Report.

Yours truly,

"Derrick Strickland"

Derrick Strickland, P. Geo.,