

GOLCAP RESOURCES CORP.
NOTICE OF CHANGE OF AUDITOR

(National Instrument 51-102)

TO: Manning Elliott LLP, Chartered Professional Accountants
D&H Group LLP, Chartered Professional Accountants
British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
Canadian Securities Exchange

Golcap Resources Corp. (the “**Company**”) gives the following notice (the “**Notice**”) in accordance with Section 4.11 of National Instrument 51-102 *Continuous Disclosure Obligations* (“**NI 51-102**”) that:

- (a) at the request of the Company, Manning Elliott LLP, Chartered Professional Accountants (“**Manning Elliott**”), of Suite 1700, 1030 West Georgia Street, Vancouver, BC V6E 2Y3, have been terminated effective December 15, 2023;
- (b) the Company appointed D&H Group LLP, Chartered Professional Accountants (“**D&H**”), of 10th Floor, 1333 West Broadway, Vancouver, BC V6H 4C1;
- (c) the termination of Manning Elliott and the appointment of D&H as auditor of the Company were considered and approved by the board of directors of the Company;
- (d) Manning Elliott has not expressed a modified opinion on any of the financial statements of the Company commencing at the beginning of the two most recently completed financial years and ending on the date of termination; and
- (e) there has been no “reportable event”, as defined in Section 4.11(1) of NI-51-102.

Dated: December 15, 2023.

GOLCAP RESOURCES CORP.

/s/ Christopher Reynolds

By: _____
Christopher Reynolds
Chief Executive Officer