

British Columbia Securities Commission
Canadian Securities Exchange

RE: Athena Gold Corporation

NON-OFFERING PROSPECTUS DATED AUGUST 31, 2021

Dear Sirs/Mesdames:

We refer to Athena Gold Corporation's ("the Company") Prospectus dated August 31, 2021 (the "Prospectus"). We consent to being named and to the use, through inclusion in the above-mentioned Prospectus, of our report dated February 25, 2021, to the shareholders and the Board of Directors of the Company relating to our audits of the consolidated financial statements of the Company as of and for years ended December 31, 2020 and 2019, which comprise the following:

- Consolidated Balance Sheets as of December 31, 2020 and 2019;
- Consolidated Statements of Operations for the years ended December 31, 2020 and 2019;
- Consolidated Statement of Stockholders' Deficit for the years ended December 31, 2020 and 2019;
- Consolidated Statements of Cash Flows for the years ended December 31, 2020 and 2019; and
- Notes to Consolidated Financial Statements.

We also consent to the use, through inclusion in the above-mentioned Prospectus, of our report dated March 30, 2020, to the shareholders and the Board of Directors of the Company relating to our audits of the consolidated financial statements of the Company as of and for the years ended December 31, 2019 and 2018, which comprise the following:

- Consolidated Balance Sheets as of December 31, 2019 and 2018;
- Consolidated Statements of Operations for the years ended December 31, 2019 and 2018;
- Consolidated Statement of Stockholders' Deficit for the years ended December 31, 2019 and 2018;
- Consolidated Statements of Cash Flows for the years ended December 31, 2019 and 2018; and
- Notes to Consolidated Financial Statements.

We report that we have read the Prospectus and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the consolidated financial statements upon which we have reported or that are within our knowledge as a result of our audits of such consolidated financial statements. We have

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conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board.

Malone Bailey, LLP

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Houston, Texas

August 31, 2021