

TO: British Columbia Securities Commission
Toronto Securities Commission
Alberta Securities Commission
Canadian Securities Exchange

AND TO: Mao & Ying LLP
Davidson & Company LLP

Re: Notice of Change of Auditor

Pursuant to National Instrument 51-102 *Continuous Disclosure Obligations* (“**NI 51-102**”), Cullinan Metals Corp. (the “**Corporation**”) hereby provides a notice of change of auditor as follows:

1. Effective July 19, 2022 (the “**Effective Date**”), Mao & Ying LLP, Chartered Professional Accountants (the “**Former Auditor**”), resigned as the auditor of the Corporation at the Corporation’s request;
2. On July 19, 2022, the Corporation appointed Davidson & Company LLP, Chartered Professional Accountants, (the “**Successor Auditor**”) as the auditor of the Corporation, and to hold such position until the next annual general meeting of shareholders of the Corporation;
3. The resignation of the Former Auditor and the appointment of the Successor Auditor were considered and approved by the audit committee and the board of directors of the Corporation (the “**Board**”);
4. there were no modifications of opinion contained in the Former Auditor’s reports on the Corporation’s financial statements relating to the “relevant period” (as such term is defined in Part 4.11 of National Instrument 51-102);
5. there were no “reportable events” including disagreements, consultations or unresolved issues (as the term is defined in Part 4.11 of National Instrument 51-102); and
6. The Notice of Change of Auditor has been reviewed and approved by the Board.

DATED at Vancouver, British Columbia, this 20th day of July 2022.

BY ORDER OF THE BOARD OF DIRECTORS,

CULLINAN METALS INC.

Per: “*John Bean*”

John Bean, CFO