March 30, 2022



Canadian Securities Exchange

**BC Securities Commission** 

Alberta Securities Commission

Ontario Securities Commission

Dear Sir/Madam,

## Re: Ashley Gold Corp.

We refer to the amended and restated prospectus of Ashley Gold Corp. (the "Company") dated March 30, 2022 (amending and restating the Final Prospectus dated January 26, 2022) relating to the prospectus offering of 7,000,000 units issuable at a price of \$0.10 per unit, with each unit consisting of one common share and one common share purchase warrant.

We consent to being named and to the use, through incorporation by reference in the abovementioned amended and restated prospectus, of our report dated January 25, 2022, to the Directors of the Company on the following financial statements:

- a. Statements of financial position as at December 31, 2020; and,
- b. Statements of loss and comprehensive loss, changes in shareholders' equity and cash flows for the period from the date of incorporation on July 15, 2020 to December 31, 2020, and a summary of significant accounting policies and other explanatory information.

We report that we have read the amended and restated 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 financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Sincerely,

MNPLLA

**Chartered Professional Accountants** 

encls.



