



June 14, 2022

TO THE SHAREHOLDERS OF AYA GOLD & SILVER INC.:

Future Appointments on the Audit Committee and the Corporate Governance, Compensation and Nomination Committee

As further detailed in the management information circular of Aya Gold & Silver Inc. (the “Company”) dated May 9, 2022, the Board of Directors (“Board”) of the Company has determined, effective April 24, 2020, that Messrs. Robert Taub and Nikolaos Sofronis (the “Directors”) were no longer considered independent from management, and that the Board expects that after a cool-off period and subject to the recommendations of the Corporate Governance, Compensation and Nomination Committee, the Directors may again be considered independent for the purposes of the annual general meeting to be held in 2023.

In light of this determination, the Directors do not currently serve on the Audit Committee or the Corporate Governance, Compensation and Nomination Committee and, subject to their election at the annual general meeting to be held on June 22, 2022, the Board undertakes not to appoint the Directors on either the Audit Committee or the Corporate Governance, Compensation and Nomination Committee, until they are considered independent by the Board.

AYA GOLD & SILVER INC

By: “Benoit La Salle”

Benoit La Salle, President and CEO