

**NEWLOX GOLD VENTURES CORP.**  
(the “Company”)

**NOTICE OF CHANGE OF AUDITOR OF A REPORTING ISSUER  
GIVEN PURSUANT TO NATIONAL INSTRUMENT 51-102**

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

**NOTICE IS HEREBY GIVEN** that the Company has dismissed Charlton & Company, Chartered Accountants, of Vancouver, British Columbia, as auditor of the Company effective July 20, 2015, and WDM Chartered Professional Accountants, of Suite 420, 1501 West Broadway Street, Vancouver, BC, Canada, V6J 4Z6, were appointed as auditor for the Company in their place, to hold office for the ensuing year, effective July 20, 2015.

There have been no reservations in the auditors’ reports for the two most recently completed fiscal years ended March 31, 2014 and March 31, 2013 and the subsequent interim period through the date of dismissal nor have there been any reportable events, an adverse opinion or disclaimer of opinion or were qualified or modified as to uncertainty, audit scope or accounting principles.

The decision to change auditors and the appointment of WDM Chartered Professional Accountants, to the position of auditor was approved by the audit committee and the board of directors of the Company.

The Reporting Package, consisting of a copy of this Notice and copies of the letters from the former Auditor and the successor Auditor indicating their agreement with the information contained in this Notice, has been reviewed by the Directors of the Company and the Audit Committee.

**DATED** at Vancouver, British Columbia, this 22 day of July, 2015.

By Order of the Board of Directors of  
**NEWLOX GOLD VENTURES CORP.**

*“Jeffrey Benavides”*  
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**Jeffrey Benavides,**  
Chief Financial Officer