

2. (i) the authorized capital of the Corporation is altered by consolidating all of the issued and outstanding common shares on the basis of 0.475 of a post-consolidation common share for every one existing pre-consolidation common share; and (ii) any fractional common shares arising from the consolidation of the common shares are deemed to have been tendered by its registered owner to the Corporation for cancellation for no consideration.

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2016 11 25

(Year, Month, Day)
(année, mois, jour)

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

NEWMARKET GOLD INC.

(Print name of corporation from Article 1 on page 1)
(Veuillez écrire le nom de la société de l'article un à la page une).

By/
Par :

(Signature)
(Signature)

(Description of Office)
(Fonction)

Resident and Chief Executive Officer