

MEADOW BAY GOLD CORPORATION

#804 – 750 West Pender Street
Vancouver, BC V6C 2T7
T 604-682-2928 F 604-685-6905

July 8, 2011

Meyers Norris Penny LLP
2300 – 1055 Dunsmuir Street
PO Box 49148
Vancouver, BC V7X 1J1

I. Vellmer Inc.
Chartered Accountant
721 – 602 West Hastings Street
Vancouver, BC V6B 1P2

Dear Sirs/Mesdames:

**RE: Notice of Change of Auditors
Pursuant to National Instrument 51-102 *Continuous Disclosure Obligations*
(the “Instrument”) of the Canadian Securities Administrators**

The Company hereby provides notice pursuant to the Instrument of a change of auditor by Meadow Bay Gold Corporation (the “Company”) from I. Vellmer Inc. to Meyers Norris Penny LLP.

The Company confirms that:

- (a) The Company has decided to change its auditor from I. Vellmer Inc. (the “Former Auditors”) to Meyers Norris Penny LLP (the “Successor Auditors”). Consequently, the Company asked I. Vellmer Inc. to resign and I. Vellmer Inc. submitted its resignation effective May 15, 2011. Meyers Norris Penny LLP has agreed to its appointment as the Company’s new auditors.

At the next Annual General Meeting, the shareholders of the Company will be asked to approve the appointment of the firm Meyers Norris Penny LLP as Successor Auditors.

- (b) There were no reservations contained in the Former Auditors’ Reports for either of the Company’s two most recently completed fiscal years nor for any period subsequent thereto for which an audit report was issued, preceding the date of this notice.
- (c) The Company’s Audit Committee and Board of Directors have participated and approved the change of auditor for the Company and have also approved the appointment of Meyers Norris Penny LLP, as Successor Auditors.
- (d) In the opinion of the Company, no “reportable events”, as that term is defined in the Instrument have occurred prior to the date of this notice.

The Company requests that each of I. Vellmer Inc. and Meyers Norris Penny LLP provide the Company with a letter, in digital format, addressed to the regulatory authorities stating whether or not it agrees with the above statements.

Thank you for your co-operation.

Yours truly,

MEADOW BAY GOLD CORPORATION

Per:

“Robert Dinning”

Robert Dinning,
Chairman and CEO