

**RED ORE GOLD INC.**  
(the “Company”)

**NOTICE OF CHANGE OF AUDITOR**  
**PURSUANT TO PART 4.11 OF NATIONAL INSTRUMENT 51-102 (“NI 51-102”)**

The Company has changed its auditor from BDO Canada LLP, Chartered Accountants, of Toronto, Ontario (the “**Former Auditor**”), to James Stafford, Chartered Accountant, of [Toronto, Ontario] (the “**Successor Auditor**”), effective as of the 6<sup>th</sup> day of July, 2012.

The Former Auditor resigned at the Company’s request.

The resignation of the Former Auditor and the appointment of the Successor Auditor was considered and approved by the Company’s audit committee and board of directors.

There were no reservations in the Former Auditor’s reports on any of the Company’s financial statements relating to the period commencing at the incorporation of the Company and ending on the date of resignation.

In the opinion of the Company’s audit committee and board of directors, there are no reportable events as defined in Part 4.11 of NI 51-102 between the Company and the Former Auditor.

**DATED** as of the   6   day of   July  , 2012

**RED ORE GOLD INC.**

Per: signed “Sabino Di Paola” CFO  
Authorized Signatory