



Certificate of Amendment

Canada Business Corporations Act

Certificat de modification

Loi canadienne sur les sociétés par actions

Alopex Gold Inc.

Corporate name / Dénomination sociale

1011468-5

Corporation number / Numéro de société

I HEREBY CERTIFY that the articles of the above-named corporation are amended under section 178 of the *Canada Business Corporations Act* as set out in the attached articles of amendment.

JE CERTIFIE que les statuts de la société susmentionnée sont modifiés aux termes de l'article 178 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes.

Virginie Ethier

Director / Directeur

2017-06-27

Date of amendment (YYYY-MM-DD)

Date de modification (AAAA-MM-JJ)



Form 4
Articles of Amendment
Canada Business Corporations Act
(CBCA) (s. 27 or 177)

Formulaire 4
Clauses modificatrices
Loi canadienne sur les sociétés par
actions (LCSA) (art. 27 ou 177)

1 Corporate name
Dénomination sociale
Alopex Gold Inc.

2 Corporation number
Numéro de la société
1011468-5

3 The articles are amended as follows
Les statuts sont modifiés de la façon suivante

See attached schedule / Voir l'annexe ci-jointe

4 Declaration: I certify that I am a director or an officer of the corporation.
Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société.

Original signed by / Original signé par
Eldur Olafsson

Eldur Olafsson
3546652003

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250 (1) of the CBCA).

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the *Privacy Act* allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la *Loi sur les renseignements personnels* permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.

Schedule 2 "Restrictions on Transfer of Shares" attached to the Articles of Incorporation of the Corporation dated February 22, 2017 be and is hereby repealed and replaced with Schedule 1 attached to the Articles of Amendment submitted to the shareholders for approval, such amendment to be effective as at the date shown on the Certificate of Amendment of the Corporation pertaining to such amendment;

Schedule 3 "Other Provisions" attached to the Articles of Incorporation of the Corporation dated February 22, 2017 be and is hereby repealed and replaced with Schedule 2 attached to the Articles of Amendment submitted to the shareholders for approval, such amendment to be effective as at the date shown on the Certificate of Amendment of the Corporation pertaining to such amendment;

SCHEDULE 1

ARTICLES OF AMENDMENT

OF

ALOPEX GOLD INC.

RESTRICTIONS ON TRANSFER OF SHARES

None.

SCHEDULE 2

ARTICLES OF AMENDMENT

OF

ALOPEX GOLD INC.
(the “Corporation”)

OTHER PROVISIONS

1. **Authorization to Appoint Additional Directors.** The directors may, within the maximum number permitted by the articles, appoint one or more additional directors, who shall hold office for a term expiring not later than the close of the next annual meeting of the shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.
2. **Meetings of Shareholders Outside Canada.** Meetings of shareholders of the Corporation may be held outside Canada.