

Newlox Gold Ventures Corp. Appoints Roger Dent to the Board and Announces Debenture Financing

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[Newlox Gold Ventures Corp.](#) ("Newlox" or the "Company") (CSE: LUX | Frankfurt/Stuttgart: NGO | PINK: NWLXF) is pleased to announce the appointment of Roger Dent to the Company's Board of Directors and a debenture financing to primarily support operational improvements at the Company's Costa Rica precious metals projects.

Mr. Dent has served as the CEO and a director of Quinsam Capital Corporation, an investment company, since December 2013 and also serves as a director of illumin Holdings Inc., Omni-Lite Industries Canada, Inc., Deveron Corp., and California Nanotechnologies Corp. In total, Mr. Dent's board service is an aggregate of approximately 50 terms. This history of board experience provides an extensive array of skill with governance, regulatory, and practical business matters.

From 2003 to 2011, Mr. Dent held various positions, including portfolio manager with Matrix Fund Management Inc. He was formerly Vice-Chairman of one of the Canada's largest independent investment dealers and was Managing Director and Deputy Manager of Research at CIBC World Markets. He holds a Master of Business Administration from Harvard Business School and a Bachelor of Commerce from Queen's University. Mr. Dent's considerable experience with corporate finance is expected to be a significant addition to the Company's capabilities as it seeks to secure adequate operating capital to increase throughput at its Costa Rican operations.

The Company also announces a convertible debenture financing designed to provide bridge financing to support the increase of throughput at Newlox's Costa Rica precious metals projects as well as support the G&A requirements of the Company. The Company plans to raise up to \$500,000 through the issuance of convertible debenture units consisting of \$1,200 of principal and 5,000 common share purchase warrants per Unit ("Unit"). Each non-transferrable warrant will entitle the holder to purchase one Warrant Share at an exercise price of \$0.12 per share for a period of 3 years. The debentures will bear interest at a rate of 15% per annum calculated and payable quarterly and a maturity date 2 years from issuance. A lead investor will have the right to hold a general corporate security for the benefit of all participants in the financing. Debentureholders will have the option to convert principal and any accrued and unpaid interest to Common Shares of the Corporation at a set conversion price of \$0.12 per share at any time until maturity. The Corporation will have the option to prepay outstanding principal and debt at any time by giving the debenture holder 30 days advanced notice and making a payment of the principal amount, accrued interest, and 6 months' worth of additional interest. Mr. Dent and family are subscribing for approximately 50% of the \$500,000 amount.

Management expect the incoming funds will allow the Company's operational team to improve precious metals production at the Costa Rican operations in the near-term. The addition of Mr. Dent and his experience to the Board will support management's activities in 2025 which are focused on improving operational output, enhancing corporate capabilities, and enhancing shareholder value.

"I am very pleased to be joining the Newlox board. I have been an investor in Newlox for many years. I have always been a strong believer in the Costa Rica project. With this working capital injection, I believe we can increase production and cash flow. I personally believe that the Company is capable of delivering on its goal of producing low cost gold and generating good cash flow. I am hopeful that we will be able to enhance investor confidence in Newlox in a short period of time," commented Roger Dent.

Forward-Looking Information

The information in this news release includes certain information and statements about management's view

of future events, expectations, plans and prospects that constitute forward- looking information. Forward-looking information includes, but is not limited to, the completion of the work programs currently underway and the results of these programs. These statements are based upon assumptions that are subject to significant risks and uncertainties. Because of these risks and uncertainties and as a result of a variety of factors, the actual results, achievements, or performance may vary materially from those anticipated and indicated by these forward-looking statements. The material risk factors that could cause actual results to differ include the risk that work undertaken by the Company may have unintended effects, the risk of delays in completing work, and the risk that the Company may not be able to raise sufficient funds and Force Majeure. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, it can give no assurances that the expectations of any forward-looking information will prove to be correct. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking information to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking statements or otherwise. Neither Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accept responsibility for the adequacy or accuracy of this release).

Technical Disclaimer

The Company advises it is not basing any decision to produce on a feasibility study of reserves demonstrating the economic and technical viability of the project and also advises there is increased uncertainty and specific economic and technical risks of failure associated with any production decision. Grab sample results included in any press release are not necessarily indicative of the mineralization in general for the deposit. James Turner, P.Geo., a "Qualified Person" within the meaning of National Instrument 43-101, has prepared, supervised the preparation of, and approved the contents of this News Release.

On Behalf of the Board, Newlox Gold Ventures Corp.

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