

Newlox Gold Ventures Corp. Announces Management Transition and Debt Settlement Agreement

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[Newlox Gold Ventures Corp.](#) ("Newlox" or the "Company") (CSE: LUX | Frankfurt/Stuttgart: NGO | PINK: NWLXF) is pleased to announce a significant transition in leadership alongside a strategic balance sheet initiative aimed at enhancing long-term shareholder value.

Leadership Transition

Effective June 18, 2025, Ryan Jackson (CEO and Director), David Carkeek (Director), and Donald Gordon (Director) will retire from their roles after years of service. These individuals have played a foundational role in guiding Newlox from its inception, and the Company extends sincere gratitude for their leadership and commitment over the years.

To build on this strong foundation and accelerate the Company's growth trajectory, the following appointments have been made:

- Gary MacDonald rejoins the Board of Directors and returns as CEO. With deep operational knowledge and strategic insight from his prior involvement with Newlox, Gary is well-positioned to lead the Company into its next phase of growth.
- Alex Mackay joins the Board of Directors. With extensive experience in capital markets and mining, Alex adds a valuable market and operational perspective.

They will work alongside existing directors Roger Dent, and Jeffrey Benavides CFO, to drive the Company's renewed focus on operational performance and capital markets engagement.

Importantly, the outgoing team has been working closely with incoming leadership to ensure a smooth and effective transition. Their endorsement reinforces a shared belief in Newlox's direction and potential to create lasting value for shareholders.

As part of this leadership change, the Company has executed a debt-for-equity settlement, with outgoing management and board to align their interests with shareholders.

- C\$1,099,119.64 in accrued fees and short-term, non-interest-bearing loans provided by retiring management and consultants have been settled through the issuance of 7,625,000 common shares.
- The shares were issued at a premium to market, underscoring the outgoing team's confidence in Newlox's future.
- This transaction improves financial metrics, laying the groundwork for enhanced shareholder returns.

Strategic Focus Moving Forward

With renewed leadership, the Company is now sharply focused on initiatives that directly support shareholder value creation:

1. Scaling production and improving recoveries at our Costa Rica operations.
2. Advancing Plant #2 toward commercial production.
3. Deepening partnerships with local communities and regulatory agencies.
4. Enhancing visibility in capital markets through consistent investor communications and transparency.
5. Executing on growth opportunities to unlock long-term value for shareholders.

About Newlox Gold Ventures Corp.

Newlox Gold Ventures Corp. is an emerging precious metals producer dedicated to the recovery of gold and silver from artisanal and small-scale mining operations across Latin America. The Company leverages technology to recover precious metals while remediating historical mine waste and contributing to local economic development.

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).

On Behalf of the Board, Newlox Gold Ventures Corp.

Newlox Gold Ventures Corp.

Website: www.newloxgold.com

Telephone: 647.848.5843

Email: info@newloxgold.com

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