

WHISTLEBLOWER POLICY

As a public reporting issuer, the integrity of the financial and other information and the integrity of the officers of Eloro Resources Ltd. and its affiliates (together, "Eloro") is vital. Our financial and other information guides the decisions of the Board of Directors of Eloro (the "Board of Directors"), and is relied upon by our shareholders, financial markets, and other stakeholders.

The fair and accurate reporting of all material financial and other facts regarding Eloro and its affairs is of paramount importance and we will not tolerate fraud or misrepresentation of any kind. As part of our efforts to ensure the integrity of Eloro and our financial and other information, we encourage employees who have concerns regarding any suspected violations of our disclosure standards and Code of Conduct or our disclosure policies or our financial reporting to raise them with the appropriate people.

The purpose of this Whistleblower Policy is to provide Eloro employees, consultants, and external stakeholders with a mechanism by which they can raise these concerns through their supervisors or in a confidential anonymous process.

At Eloro, we promote an open door policy where members of our organization should feel comfortable discussing matters with individuals at all levels. If you are:

- aware of any violations of Eloro's Code of Conduct, which covers a broad spectrum of matters including employment practices, disclosure of conflicts of interest, the confidentiality of our information and use of our assets, compliance with insider trading and compliance with laws; or
- aware of any violations of Eloro's disclosure policy, which requires that the communications of Eloro with the public are timely factual and accurate, and broadly disseminated; or
- have complaints regarding accounting, internal accounting controls or auditing matters or any questionable accounting or auditing matters, it is your duty to report such occurrences.

Reporting and Investigating

As a first step, we encourage you to report any known violations or complaints to your immediate supervisor. If you do not feel comfortable reporting the information to your immediate supervisor we recommend reporting violations or complaints to the Chairman of the Audit Committee.

Violations or complaints can be reported by email.

In order to adequately investigate any claims brought forth we require that you provide a detailed explanation of any violation or complaint along with information that will enable us to contact you to follow up on the ongoing investigation. Your identity will remain confidential.

All reports and complaints under this policy will be promptly and thoroughly investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable laws. We will retain all reports or complaints for a minimum of two years.

Policy and Procedures for the Receipt, Retention and Treatment of Complaints Regarding Accounting, Internal Accounting Controls or Auditing Matters (the “Whistle Blowing/Complaint Procedures”)

The Audit Committee of the Board of Directors of Eloro Resources Ltd. has established the following procedures for the receipt, retention and treatment of complaints or submissions regarding accounting, internal accounting controls or auditing matters (in this policy, a “complaint”), as required under National Instrument 52-110 promulgated by the Canadian Securities Administrators.

General Complaint Procedure:

Anyone may file a complaint by posting it to Eloro Resources Ltd., Attention Audit Committee Chairman, at Eloro Resources Ltd., 20 Adelaide Street Suite 200 Toronto, Ontario M5C 2T6.

Contents of Complaints

To assist the Company in the response to or investigation of a complaint, the complaint should contain as much specific, factual information as possible to allow for proper assessment of the nature, extent and urgency of the matter that is the subject of the complaint, including, without limitation and to the extent possible, the following information:

- the alleged event, matter or issue that is the subject of the complaint;
- the name of each person involved;
- if the complaint involves a specific event or events, the approximate date and location of each event; and
- any additional information, documentation or other evidence available to support the complaint.

Investigation

Following the receipt of any complaints submitted hereunder, the Audit Committee will address each matter so reported, and corrective and disciplinary actions will be taken, if appropriate. The Audit Committee shall determine the steps and procedures to be taken to address the complaint and whether an investigation is appropriate and, if so, what form such investigation should take (for example whether external investigators should be employed, the timing of such investigation and other such matters as are deemed appropriate in the circumstances).

Confidentiality / Anonymity

The Company shall maintain the confidentiality or anonymity of the person making the complaint to the fullest extent reasonably practicable within the bounds of the law and of any ensuing evaluation or investigation. Legal or business requirements may not allow for complete anonymity. Also, in some cases it may not be possible to proceed with or properly conduct a complete investigation unless the complainant identifies himself or herself. In addition, persons making complaints should be cautioned that their identity might become known for reasons outside of the control of the Company. The identity of other persons subject to or participating in any inquiry or investigation relating to a complaint shall be maintained in confidence subject to the same limitations.

Safeguards Against Retaliation, Harassment or Victimization

The Company understands and acknowledges that an employee's decision to report or raise a complaint can be a difficult one to make. Employees who raise serious concerns should have nothing to fear. The Company will not tolerate any retaliation, harassment or victimization (including informal pressures) and shall take appropriate action to protect employees who raise any complaint under this Policy in good faith.

Reporting and Retention of Records

The Chair of the Audit Committee will maintain a log of all complaints, tracking their receipt, investigation and resolution and shall prepare a summary thereof and present the same to the Audit Committee on a quarterly basis. Copies of complaints and such log shall be maintained by the Chair of the Audit Committee in a confidential manner.

Records of any complaints shall be maintained by the Audit Committee or its designee for a period of at least 7 years.

Distribution

These Whistle Blowing/Complaint Procedures will be part of the Corporate Policy Manual and published on the Company's website.