



NOTICE OF ANNUAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual and special meeting (the “Meeting”) of shareholders of **TriStar Gold Inc.** (the “Company”) will be held at Suite #910 - 800 West Pender Street, Vancouver, British Columbia, V6C 2V6, on Wednesday, **November 30, 2016 at 9:30 A.M.**, Vancouver time, for the following purposes:

1. To receive and consider the report of the directors and the consolidated financial statements of the Company together with the auditor's report thereon for the financial period ended December 31, 2015.
2. To fix number of directors at seven (7).
3. To elect directors for the ensuing year.
4. To appoint the auditor for the ensuing year and to authorize the directors to fix their remuneration.
5. To consider, and if thought fit, to pass a special resolution to amend the articles of the Company to allow for shareholder meetings to be held outside of the Province of British Columbia, as more fully described in the accompanying information circular.
6. To transact such further or other business as may properly come before the Meeting and any adjournments thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice of meeting. Only shareholders of record at the close of business on October 19, 2016 will be entitled to receive notice of and vote at the Meeting

Shareholders are entitled to vote at the Meeting either in person or by proxy. If you are a registered shareholder of the Corporation and are unable to attend the Meeting in person, please complete, date and execute the accompanying form of proxy and deposit it with Computershare Trust Company of Canada, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, or by facsimile (toll free North America facsimile: 1-866-249-7775, international facsimile: 1-416-263-9524), or follow the procedure for telephone or Internet voting provided in the accompanying form of proxy, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting.

DATED this 19th day of October, 2016.

BY ORDER OF THE BOARD

“/s/ Mark E. Jones, III”

Mark E. Jones III
Executive Chairman