

TOMAGOLD CORPORATION

**410, Bureau St-Nicolas, Suite 236
Montréal, Québec, H2Y 2P5
Tel: 514-583-3490**

October 19, 2020

**Re: Annual General and Special Meeting of Shareholders
of TomaGold Corporation
to be held on November 6, 2020 (the “Meeting”)**

I, David Grondin, Chief Executive Officer of TomaGold Corporation (the “**Company**”), hereby certify that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the “**Instrument**”), to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) the Company is relying on section 2.20 of the Instrument to abridge the time prescribed in subsections 2.2(1) and 2.5(1) of the Instrument.

TOMAGOLD CORPORATION

Per: David Grondin
David Grondin, Chief Executive Officer