



1111 Melville Street, Suite 1100
Vancouver, British Columbia V6E 3V6

NOTICE OF CHANGE OF AUDITOR

Pursuant to Section 4.11 of National Instrument 51-102 *Continuous Disclosure Obligations*

To: British Columbia Securities Commission
Alberta Securities Commission

And to: Davidson & Company LLP
Manning Elliott LLP

In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* (“NI 51-102”), TNR Gold Corp. (the “Company”) hereby gives notice and confirms that:

1. Davidson & Company LLP, (“Davidson”) has resigned as auditor of the Company effective October 25, 2018, at the request of the Company.
2. The Company has appointed Manning Elliott LLP (“Manning”) as successor auditor, to hold office commencing October 25, 2018 until the close of the next annual general meeting of the Company.
3. The Audit Committee of the Company’s Board of Directors has considered the resignation of Davidson as auditor and recommended the appointment of Manning as the Company’s successor auditor.
4. The resignation of Davidson as the Company's auditor and the appointment of Manning as the Company’s successor auditor were approved by the Board of Directors of the Company.
5. Davidson has not expressed any modified opinion in its audit reports related to the annual financial statements of the Company for the two fiscal years preceding the date of this Notice nor any similar reservation on interim financial information for any subsequent periods preceding the date of this Notice.
6. In the opinion of the Company, there were no “reportable events” (as defined in NI 51-102) in connection with the audits of the two most recently completed fiscal years or any subsequent periods preceding the date of this Notice.
7. The contents of this Notice of Change of Auditor have been considered by the Audit committee, and reviewed and approved by the Board of Directors of the Company.

DATED as of the 25th day of October, 2018.

TNR GOLD CORP.

“Kirill Klip”

Kirill Klip
Chief Executive Officer