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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general meeting of the shareholders (the “**Meeting**”) of **Triumph Gold Corp.** (the “**Company**”) will be held at Suite #1200 – 750 West Pender Street, Vancouver, British Columbia on **July 10, 2019**, at 10:00 a.m. (Vancouver time), for the following purposes:

1. to receive and consider the annual financial statements of the Company for the fiscal year ended December 31, 2018, together with the auditors’ report thereon;
2. to fix the number of directors at five (5);
3. to elect directors of the Company for the ensuing year;
4. to appoint Crowe MacKay LLP as auditor of the Company for the ensuing year, and to authorize the board of directors to fix the remuneration to be paid to the auditor;
5. to approve the continuation of the Company’s stock option plan, as more particularly set forth in the accompanying Information Circular; and
6. to transact any other business which may properly come before the Meeting or any adjournment or postponement thereof.

Accompanying this Notice is an Information Circular, a form of proxy, and a financial statements request form whereby shareholders can request to be added to the Company’s supplemental mailing list. The Information Circular provides additional information relating to the matters to be considered at the Meeting and forms part of this Notice.

The Board of Directors has fixed the close of business on May 31, 2019 as the record date for determining the shareholders who are entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. A shareholder entitled to vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his/her stead. If you are unable to attend the Meeting, or any adjournment thereof, in person, please date, execute, and return the enclosed form of proxy in accordance with the instructions set out in the notes to the proxy and any accompanying information from your intermediary.

DATED at Vancouver, British Columbia, this 31st day of May, 2019.

ON BEHALF OF THE BOARD OF DIRECTORS OF TRIUMPH GOLD CORP.

By: “Paul Reynolds”
President and Chief Executive Officer

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.