

**WINSTON GOLD CORP.**  
**Suite 201 – 919 Notre Dame Avenue**  
**Winnipeg, Manitoba R3E 0M7**  
**Tel: (204) 989-2434 / Fax: (204) 989-2433**

January 13, 2020

**Re: Annual General Meeting of Shareholders of Winston Gold Corp.,  
to be held on February 7, 2020 (the “Meeting”)**

I, Max Polinsky, Chief Financial Officer, Winston Gold Corp. (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 (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 2.1(b), 2.2(1) and 2.5(1) of the Instrument.

**WINSTON GOLD CORP.**

*“Max Polinsky”*

Max Polinsky  
Chief Financial Officer