

**WINSTON GOLD CORP.**  
Suite 201 - 919 Notre Dame Avenue  
Winnipeg, Manitoba R3E 0M8

**October 8, 2019**

Canadian Securities Exchange  
220 Bay Street  
9<sup>th</sup> Floor  
Toronto, Ontario  
M5J 2W4

Dear Sirs/Mesdames:

**Re: Private Placement of Common Share Units at \$0.08 per Unit**

We hereby confirm receipt of aggregate subscription proceeds of \$617,960.00 with respect to the closing of a non brokered private placement of 7,724,500 units in the share capital of Winston Gold Corp. (the “**Units**”) (each Unit consisting of one common share at a purchase price of \$0.08 with an attaching share purchase warrant entitling the subscriber to purchase one additional common share at an exercise price of \$0.20 per warrant share, exercisable five years from the date of closing of the private placement) (the “**Private Placement**”).

The Private Placement as to the sale of 7,724,500 Units closed on October 8, 2019.

Yours very truly,

**WINSTON GOLD CORP.**



---

Max Polinsky  
Chief Financial Officer and Director