Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

TriStar Gold Inc. (the "**Company**")
7950 East Acoma Drive, Suite 209
Scottsdale, AZ 85260, USA

Item 2 Date of Material Change

July 20, 2016

Item 3 News Release

Issued July 20, 2016 and distributed through the facilities of TheNewswire.

Item 4 Summary of Material Change

The Company announced completing the purchase of the 100% owned Castelo de Sonhos property in Brazil and announced the resignation of Mr. Patrick Glazier as a director.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Contact: Nick Appleyard, President and CEO
Telephone: (480) 794-1244

Item 9 Date of Report

July 21, 2016

July 20, 2016 **Trading Symbol: TSG-TSX.V**

TRISTAR GOLD COMPLETES PURCHASE OF 100% OF CASTELO DE SONHOS

TriStar Gold Inc. (the “Company” or “TriStar”) is pleased to announce that it has completed its acquisition of 100% of the Castelo de Sonhos ("CDS") gold project in Pará State, Brazil, with a US$ 800,000 cash payment and the issuance to the property vendors of 1,000,000 common shares of the Company.

Mr. Nick Appleyard, President and CEO, commented on the significance of this milestone: "We now own the CDS property outright and are excited to proceed with a drilling campaign with the funds raised from our recently completed private placement. We believe that the preliminary economic assessment scheduled for publication in 2017 will document the full potential of CDS for the first time to the market."

The vendors retain a 2% NSR royalty (half of which can be purchased by TriStar for a value based on gold reserves at that time), a bonus payment of US$1 per ounce of gold if NI 43-101 proven and probable reserves exceed one million ounces and a payment of US$ 3,600,000 upon commercial production (TriStar has the option to pay US$ 1,500,000 upon or prior to making a production decision in lieu of the production payment).

Other news:
TriStar also announces that Mr. Patrick Glazier will resign from the Company's Board of Directors effective August 1, 2016, for personal reasons. The Company thanks Patrick for his dedicated service to TriStar and wishes him the utmost success in his future endeavors.

About TriStar:

TriStar Gold is an exploration and development company focused on precious metals properties in the Americas that have potential to become significant producing mines. The Company’s current flagship property is Castelo de Sonhos in Pará State, Brazil. The Company’s shares are listed on the TSX Venture Exchange under the symbol TSG. Further information is available at www.tristargold.com.

For further information, please contact:
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President and CEO
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Forward-Looking Statements

Certain statements contained in this press release may constitute forward-looking statements under Canadian securities legislation which are not historical facts and are made pursuant to the "safe harbour" provisions under the United States Private Securities Litigation Reform Act of 1995. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "expects" or "it is expected", or variations of such words and phrases or statements that certain actions, events or results "will" occur. Forward looking statements in this press release include, the scope and success of the planned exploration program at the Castelo de Sonhos project and the Company's opinion that it has clear title to the Castelo de Sonhos property Such forward-looking statements are based upon the Company's reasonable expectations and business plan at the date hereof, which are subject to change depending on economic, political and competitive circumstances and contingencies. Readers are cautioned that such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause a change in such assumptions and the actual outcomes and estimates to be materially different from those estimated or anticipated future results, achievements or position expressed or implied by those forward-looking statements. Risks, uncertainties and other factors that could cause the Company's plans to change include changes in demand for and price of gold and other commodities (such as fuel and electricity) and currencies; changes or disruptions in the securities markets; legislative, political or economic developments in Brazil; the need to obtain permits and comply with laws and regulations and other regulatory requirements; the possibility that actual results of work may differ from projections/expectations or may not realize the perceived potential of the Company's projects; risks of accidents, equipment breakdowns and labour disputes or other unanticipated difficulties or interruptions; the possibility of cost overruns or unanticipated expenses in development programs; operating or technical difficulties in connection with exploration, mining or development activities; the speculative nature of gold exploration and development, including the risks of diminishing quantities of grades of reserves and resources; and the risks involved in the exploration, development and mining business. Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. The Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable securities laws.