

**VOTING RESULTS REPORT**  
**Pursuant to Section 11.3 of National Instrument 51-102**  
**OF**  
**NORTHERN DYNASTY MINERALS LTD.**  
**(the "Company")**

The Company reports that the following matters were voted upon by the Shareholders of the Company at the annual general meeting of the Company held on June 23, 2017 (the "Meeting"):

1. The following directors were elected at the Meeting, with the following voting results for each nominee:

<b><u>DIRECTOR</u></b>	<b><u>FOR</u></b>	<b><u>WITHHELD</u></b>
Desmond M. Balakrishnan	114,454,290	6,382,280
Steven A. Decker	119,597,769	1,238,801
Robert A. Dickinson	119,672,093	1,164,477
Gordon B. Keep	119,561,371	1,275,199
Kenneth Pickering	119,654,054	1,182,516
Ronald W. Thiessen	119,678,027	1,158,543
David C. Laing	116,674,863	4,161,707
Christian Milau	119,709,375	1,127,195

2. Deloitte LLP, Chartered Professional Accountants, were appointed auditor of the Company. Shares voted in person and by proxies received represented 189,989,614 votes FOR and 1,515,231 votes WITHHELD.

3. Shareholders approved the ordinary resolution to:
  - (a) ratify, confirm and approve the Share Option Plan (the "Option Plan"), as amended, for continuation;
  - (b) reauthorize the currently available and unallocated options issuable pursuant to the Option Plan; and
  - (c) authorize the Company to grant options under the Option Plan until June 20, 2020;

Shares voted in person and proxies received represented 97,453,965 votes FOR and 23,382,606 votes AGAINST.

There were non-votes recorded (but not voted) on each resolution as follows: (1.) 70,668,275 per director; (2.) 0; and (3.) 70,668,274. Non-votes are discretionary votes given to a broker by a US beneficial holder not allowed under Canadian Securities Regulations.