

INTERNATIONAL TOWER HILL MINES LTD.

(the “Company”)

REPORT OF VOTING RESULTS

(Pursuant to section 11.3 of National Instrument 51-102)

The following matters were put to a vote at the Annual General Meeting of the shareholders of the Company held in Vancouver, British Columbia on May 30, 2019 (“Meeting”). Reference is made to the Information Circular/Proxy Statement of the Company dated April 11, 2019 (the “Circular”) for details on these matters. The report on the voting results is as follows:

1. Fixing Number of Directors

By a resolution unanimously passed on a show of hands, the number of directors of the Company was fixed at seven. No poll was requested.

The proxy count for proxies received with respect to this matter was as follows:

| | |
|----------|-----------------------------|
| For: | 132,028,138 shares (99.67%) |
| Against: | 433,598 shares (0.33%) |

2. Election of Directors

Upon the taking of a vote by ballot, the following seven individuals were elected as the directors of the Company to hold office until the next annual general meeting of the shareholders of the Company or until their successors are elected or appointed:

DAMOLA ADAMOLEKUN
ANTON DRESCHER
KARL L. HANNEMAN
STUART A. HARSHAW
MARCELO KIM
STEPHEN A. LANG
THOMAS S. WENG

The results of the ballot on the election of directors were as follows:

| <u>Director</u> | <u>Votes For</u> | <u>Votes Withheld</u> |
|-------------------|----------------------|-----------------------|
| Damola Adamolekun | 101,567,177 (76.68%) | 30,894,559 (23.32%) |
| Anton J. Drescher | 94,272,585 (71.17%) | 38,189,151 (28.83%) |
| Karl L. Hanneman | 102,381,153 (77.29%) | 30,080,583 (22.71%) |
| Stuart A. Harshaw | 131,898,249 (99.57%) | 563,487 (0.43%) |
| Marcelo Kim | 101,518,153 (76.64%) | 30,943,583 (23.36%) |
| Stephen A. Lang | 102,331,176 (77.25%) | 30,130,560 (22.75%) |
| Thomas S. Weng | 131,876,803 (99.56%) | 584,933 (0.44%) |

*Shares represented but not voted: 23,160,603 shares

(*Routine US broker-vote shares voted without beneficial owner instructions and therefore only eligible to vote for the appointment of auditors and fixing number of directors.)

As all directors received greater than 50% of the votes cast, no director is required to submit his resignation pursuant to the Company's "Majority Voting in Director Elections" Policy.

3. Appointment and Compensation of Auditors

By a resolution unanimously passed on a show of hands, Davidson & Company LLP, Chartered Accountants, were appointed as the auditors for the Company for the fiscal year ending December 31, 2019 and, in accordance with the Articles of the Company, the directors were authorized to fix the auditors' remuneration. No poll was requested.

The proxy count for proxies received with respect to this matter was as follows:

| | |
|-----------|-----------------------------|
| For: | 155,044,901 shares (99.63%) |
| Withhold: | 577,438 shares (0.37%) |

4. Advisory Vote on Compensation of Named Executive Officers ("Say on Pay")

By a resolution unanimously passed on a show of hands, the following resolution was passed:

"Resolved that the compensation paid to the Company's named executive officers, as disclosed pursuant to Item 402 of Regulation S-K, including the Compensation Discussion and Analysis, compensation tables and narrative discussion, is hereby approved."

The proxy count for proxies received with respect to this matter was as follows:

| | |
|------------------------------------|-----------------------------|
| For the motion: | 124,845,231 shares (94.25%) |
| Against the motion: | 7,616,505 shares (5.75%) |
| *Shares represented but not voted: | 23,160,603 shares |

(*Routine US broker-vote shares voted without beneficial owner instructions and therefore only eligible to vote for the appointment of auditors and fixing number of directors.)

5. Advisory Vote on Frequency of "Say on Pay" Votes (Say on Frequency)

Upon the taking of a vote by ballot, the following results on the question of the desired frequency of "Say on Pay" votes (1 year, 2 years, 3 years or abstain) were obtained:

| | |
|------------------------------------|-----------------------------|
| One Year: | 131,449,136 shares (99.23%) |
| Two Years: | 377,637 shares (0.29%) |
| Three Years: | 478,718 shares (0.36%) |
| Abstentions: | 156,245 shares (0.12%) |
| *Shares represented but not voted: | 23,160,603 shares |

(*Routine US broker-vote shares voted without beneficial owner instructions and therefore only eligible to vote for the appointment of auditors and fixing number of directors.)