

**INTER-ROCK MINERALS INC.**  
(the "Corporation")

**Report of Voting Results**

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, the voting results on the matters submitted to the special meeting of holders of common shares ("Shareholders") of the Corporation held on December 6, 2017 were as follows:

Total shares voted: 12,988,232  
Total shares outstanding: 22,617,811  
Percentage of shares voted: 57.42%

**1. Continuance out of Barbados to Ontario**

On a vote by ballot, the special resolution of Shareholders in the form set out in Schedule "A" of the management information circular of the Corporation dated November 6, 2017 (the "**Circular**"), which authorizes the discontinuance of the Corporation under the *Companies Act* (Barbados) and the continuance of the Corporation into Ontario, Canada under the *Business Corporations Act* (Ontario) (the "**Continuance**"), was passed by Shareholders with the following results:

<b>Votes For</b>	<b>% Votes For</b>	<b>Votes Against</b>	<b>% Votes Against</b>
12,988,232	100.00%	0	0.00%

**2. Repeal of By-Law and Confirmation of New By-Law**

On a vote by ballot, the ordinary resolution of Shareholders conditionally approving the repeal of the Corporation's current by-law and the adoption of a new by-law in the form set out in Schedule "D" of the Circular, conditional on the Continuance becoming effective, was passed by Shareholders with the following results:

<b>Votes For</b>	<b>% Votes For</b>	<b>Votes Withheld</b>	<b>% Votes Withheld</b>
12,988,232	100.00%	0	0.00%

**DATED** at Toronto, Ontario, this 6<sup>th</sup> day of December, 2017.

**INTER-ROCK MINERALS INC.**

Per: (signed) "Michael B. Crombie"

**Michael B. Crombie**  
CEO