



REPORT OF VOTING RESULTS

Pursuant to Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, the following is the report on voting results for the annual general meeting of shareholders of Canagold Resources Ltd. (“the Company”) held on June 12, 2025 (the “Meeting”).

The Company reports that a total of 100,215,656 common shares were voted at the Meeting, representing 54.45% of the votes attached to the common shares outstanding as of the record date for the Meeting. Voting results on the resolutions were as follows:

1. Election of Directors

The five nominees for election to the Board of Directors received votes as follows.

<u>Nominee</u>	<u>Votes For</u>	<u>% Votes For</u>	<u>Votes Withheld</u>	<u>% Votes Withheld</u>
Sofia Bianchi	95,792,544	99.81%	186,500	0.19%
Kadri Dagdelen	95,806,964	99.82%	172,080	0.18%
Michael Doyle	95,639,185	99.65%	339,859	0.35%
Carmen Letton	95,802,864	99.82%	176,180	0.18%
Andrew Trow	95,805,264	99.82%	173,780	0.18%

2. Appointment of Auditors

Davidson & Company LLP, Chartered Professional Accountants, were re-appointed as the auditor of the Company. Shares voted in person and by proxy represented 100,105,425 votes FOR, being 99.89% and 110,231 votes WITHHELD, being 0.11%.

3. Omnibus Incentive Plan Amendment and Renewal

The ordinary resolution to approve the amendments to the Company’s Omnibus Incentive Plan and renewal for a three-year period, as described in the Company’s Information Circular, was passed. Shares voted in person and by proxy represented 95,443,925 votes FOR, being 99.44% and 535,119 votes AGAINST, being 0.56%.

4. Approach to Executive Compensation

The non-binding advisory ordinary resolution on the Company’s approach to executive compensation, as described in the Company’s Information Circular, was passed. Shares voted in person and by proxy represented 95,618,924 votes FOR, being 99.62% and 360,120 votes AGAINST, being 0.38%.