

HAPPY CREEK MINERALS LTD.
(the “Corporation”)
Annual General Meeting of Shareholders
July 18, 2023

REPORT OF VOTING RESULTS

Common Shares represented at the Meeting: 43,320,772
 Total issued and outstanding Common Shares as at Record Date: 132,641,955
 Percentage of issued and outstanding Common Shares represented: 32.66%

1. To set the number of Directors at six

By resolution passed by a vote conducted by a show of hands, the number of Directors of the Corporation was set at four. Proxies received by management in advance of the Meeting and indicated the following:

Votes For	% Votes For	Votes Against	% Votes Against
43,290,002	99.97	15,000	0.03

2. Election of Directors

By resolution passed by a vote conducted by a show of hands, the six nominees listed in the Corporation’s management information circular dated June 14, 2023 were elected as Directors of the Corporation to hold office for the ensuing year. Proxies received by management in advance of the Meeting indicated the following:

Nominee	Votes For	% Votes For	Votes Withheld	% Votes Withheld
Michael Cathro	43,270,522	99.92	34,500	0.08
David Blann	43,270,522	99.92	34,500	0.08
Walter Segsworth	43,304,022	99.80	1,000	0.20
Rodger Gray	43,216,522	100	88,500	0.00
Sarah Weber	43,216,522	99.80	88,500	0.20
Kent Pearson	43,201,522	99.76	103,500	0.24

3. Appointment of Auditor

By resolution passed by a vote conducted by a show of hands, DeVisser Gray LLP, Chartered Accountants were appointed as auditor of the Corporation for the ensuing year and the Directors of the Corporation were authorized to fix the remuneration of the auditor. Proxies received by management in advance of the Meeting indicated the following:

Votes For	% Votes For	Votes Against	% Votes Against
34,209,189	79.00	9,095,833	21.00

4. Annual Approval of Stock Option Plan

The 10% rolling stock option plan was ratified, confirmed and approved.

Votes For	% Votes For	Votes Against	% Votes Against
43,216,522	99.80	88,500	0.20

5. **Name Change**

By resolution passed by a vote conducted by a show of hands, the change of name of the Corporation from "Happy Creek Minerals Ltd." to "South Valley Copper Inc." was approved. Proxies received by management in advance of the Meeting indicated the following:

Votes For	% Votes For	Votes Against	% Votes Against
43,319,772	100	1,000	0.00

Dated: July 19, 2023