



**Annual and Special Meeting of Shareholders of  
Cerrado Gold Inc. held on October 28, 2021**

**REPORT OF VOTING RESULTS  
*National Instrument 51-102 - Section 11.3***

The following describes the matters voted upon and the outcome of the votes at the Annual and Special Meeting of Shareholders (the “Meeting”) of Cerrado Gold Inc. (the “Corporation”) held on October 28, 2021 in Toronto, Ontario. Each of the matters is described in greater detail in the Corporation’s Notice of Annual and Special Meeting of Shareholders and Management Information Circular that was mailed to shareholders prior to the Meeting.

**Item 1: Election of Directors**

A ballot was conducted with respect to the election of directors to hold office until the next annual meeting of shareholders. According to the proxies received and ballots cast, each of the following nine nominees was elected as a director of the Corporation for the ensuing year or until his or her successor is elected or appointed.

<b>Name</b>	<b>Votes in Favour</b>	<b>%</b>	<b>Votes Withheld</b>	<b>%</b>
Mark Brennan	22,093,706	99.995	1,203	0.005
Stephen Shefsky	18,296,906	82.811	3,798,003	17.189
David Ball	22,093,706	99.995	1,203	0.005
Robert Campbell	22,093,706	99.995	1,203	0.005
Jonathan Gilligan	22,093,706	99.995	1,203	0.005
Kurt Menchen	22,093,706	99.995	1,203	0.005
Oscar Neto	22,093,706	99.995	1,203	0.005
Elmer Prata Salomão	22,093,706	99.995	1,203	0.005
Jad Salomão	22,093,706	99.995	1,203	0.005

**Item 2: Appointment of Auditors**

A ballot was conducted with respect to the appointment of the Auditor of the Corporation. According to the proxies received and ballots cast, KPMG LLP was appointed auditor of the Corporation and the directors of the Corporation were authorized to fix the auditor’s remuneration.

	<b>Total Votes</b>	<b>% of Votes Cast</b>
Votes in Favour	25,332,118	99.892
Votes Withheld	27,303	0.108
Total Votes Cast	25,359,421	100

### Item 3: Amended and Restated Omnibus Incentive Plan

A ballot was conducted with respect to the Amended and Restated Omnibus Incentive Plan of the Corporation. According to the proxies received and ballots cast by disinterested shareholders, the resolution to approve the Amended and Restated Omnibus Incentive Plan of the Corporation was approved.

	<b>Total Votes</b>	<b>% of Votes Cast</b>
Votes in Favour	8,696,527	69.583
Votes Against	3,801,503	30.417
Total Votes Cast	12,498,030	100

DATED: October 29, 2021

#### **CERRADO GOLD INC.**

By: (signed) Carl Calandra  
Carl Calandra  
Vice President, General Counsel &  
Corporate Secretary