



**ANNUAL GENERAL AND SPECIAL MEETING OF THE
SHAREHOLDERS OF GOLDGROUP MINING INC. (THE “COMPANY”)**

**Held on June 28, 2023
REPORT OF VOTING RESULTS**

National Instrument 51-102 - Continuous Disclosure Obligations (Section 11.3)

Common Shares represented at the Meeting:	10,799,185
Total issued and outstanding Common Shares as at Record Date:	28,624,656
Percentage of issued and outstanding Common Shares represented:	37.73%

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MATTERS VOTED UPON	VOTING RESULTS	
1. Number of Directors The fixation of the number of directors at five.	Votes in Favour	Votes Against
	10,444,469 (99.53%)	49,458 (0.47%)
The number of directors was fixed at five (5)		
2. Election of Directors The election of the following nominees as directors of the Company for the ensuing year or until their successors are appointed: Corry J. Silbernagel Javier Reyes Javier Montano Anthony Balic Blair Jordan	Votes in Favour	Votes Withheld
	9,539,412 (99.48%)	50,040 (0.52%)
	9,541,770 (99.50%)	47,682 (0.50%)
	9,538,379 (99.47%)	51,073 (0.53%)
	9,541,117 (99.50%)	48,335 (0.50%)
	9,537,947 (99.46%)	51,505 (0.54%)
Each of the five nominees proposed by management were elected as a director of the Company.		
3. Appointment of Auditors The appointment of Davidson & Company LLP, Chartered Accountants, as auditors of the Company and the authorization of the directors to set their remuneration.	Votes in Favour	Votes Withheld
	10,758,920 (99.63%)	40,265 (0.37%)
Davidson & Company LLP, Chartered Accountants, was re-appointed as the auditors of the Company and the directors were authorized to set their remuneration.		
4. Debt Conversion Resolution To consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving the conversion of a loan in the amount of US\$2,160,000 into Common Shares of the Company, as more fully described under the heading “Particular Matters to be Acted Upon” in the Company’s Management Information Circular.	Votes in Favour	Against
	8,348,424* (99.24%)	63,528 (0.76%)
The Shareholders approved the conversion of a loan in the amount of US\$2,160,000 into Common Shares of the Company; as more fully described under the heading “Particular Matters to be Acted Upon” in the Company’s Management Information Circular.		

<p>5. Debt Settlement Resolution</p> <p>To consider, and if thought fit, to pass a special resolution in accordance with Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions approving a Settlement Agreement and Exploitation and Option to Purchase Agreement, as more fully described under the heading “Particular Matters to be Acted Upon” in the Company’s Management Information Circular.</p>	<p>Votes in Favour</p> <p>8,350,450* (99.27%)</p>	<p>Against</p> <p>61,502 (0.73%)</p>
<p>The Shareholders approved the Company entering into a Settlement Agreement and Exploitation and Option to Purchase Agreement, as more fully described under the heading “Particular Matters to be Acted Upon” in the Company’s Management Information Circular.</p>		

*Excluding 1,177,500 shares held by insiders.

Date: June 28, 2023

Vancouver, British Columbia

/s/ Anthony Balic

Anthony Balic
Interim Chief Executive Officer,
Chief Financial Officer and Corporate Secretary