

LUPAKA GOLD CORP.

ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

HELD JUNE 10, 2022

In accordance with section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations*, this report briefly describes the matters vote upon and the outcome of the votes at the annual general and special meeting of shareholders of Lupaka Gold Corp. (the “Company”) held on June 10, 2022.

Proposals Voted Upon

Voting Results

1. To set the number of directors at five.

■ A resolution fixing the number of directors of the Company for the ensuing year at five was approved by a majority of votes cast by a show of hands as follows:

Votes For	% Votes For	Votes Against	% Votes Against
36,154,156	99.1%	319,702	0.9%

2. Election of directors

■ Each of the directors listed in the management information circular of the Company dated April 22, 2022, were elected to serve as directors of the Company, and to hold office until the next annual meeting of shareholders or until their successors are duly elected or appointed as follows:

Nominees	Votes For	% Votes For	Votes Withheld	% Votes Withheld
Gordon L. Ellis	36,083,631	98.9%	390,227	1.1%
Norman B. Keevil	36,083,679	98.9%	390,179	1.1%
Lucio D Pareja	36,082,981	98.9%	390,877	1.1%
Luquman A. Shaheen	36,082,981	100%	0	0.0%
Mario Stifano	36,073,881	98.9%	399,977	1.1%

3. Appointment of MNP LLP as Auditors of the Company

■ A resolution appointing MNP LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorizing the directors to fix their remuneration was approved by a majority of votes cast by a show of hands as follows:

Votes For	% Votes For	Votes Withheld	% Votes Withheld
42,201,405	99.2%	318,077	0.8%

4. Re-Approval of the 2010 Option Plan

■ A resolution re-approving the 2010 Incentive Stock Option Plan, as amended June 14, 2015, was approved by a majority of votes cast by ballot as follows:

Votes For	% Votes For	Votes Against	% Votes Against
35,705,203	97.9%	768,655	2.1%

5. Approval of the Consolidation of Common Shares

■ A resolution to consolidate the issued and outstanding Common Shares of the Company was approved by a majority of votes cast by ballot as follows:

Votes For	% Votes For	Votes Against	% Votes Against
41,971,577	98.7%	547,904	1.3%

6. Approval to Amend the Existing Articles to Incorporate the New Part 9 Provisions.

■ A resolution to amend the existing articles of the company to incorporate the new Part 9 provisions was approved by a majority of votes cast by ballot as follows:

Votes For	% Votes For	Votes Against	% Votes Against
35,644,557	97.7%	829,301	2.3%

In total 42,519,482 shares (representing approximately 26.53%) of a total of 160,277,702 issued and outstanding Common Shares of the Company were represented in person or by proxy at the Meeting.

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/S/ KATHLEEN SCALES

Kathleen Scales

Assistant Corporate Secretary