

NOVAGOLD RESOURCES INC.
(the “Corporation”)

Annual Meeting of Shareholders
May 4, 2018

REPORT OF VOTING RESULTS

Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*

Common Shares represented at the Meeting:	264,921,954
Total issued and outstanding Common Shares as at record date:	322,303,842
Percentage of issued and outstanding Common Shares represented:	82.20%

Business of the Meeting

1. The shareholders voted by way of a show of hands and set the number of directors of the Corporation at ten. Proxies were received as follows:

For the Motion: 262,137,059 (98.95%)
Against the Motion: 2,768,768 (1.05%)
Total Shares Voted: 264,905,827 (82.19% of share issued and outstanding as of the record date)

2. The shareholders voted by way of ballot and the following nominees were elected as directors to serve until immediately before the election of directors at the next annual meeting of shareholders or until their successors are duly elected or appointed.

Nominee	Votes For	% Votes For	Votes Withheld	% Votes Withheld
Sharon E. Dowdall	200,376,073	99.04%	1,942,345	0.96%
Dr. Diane Garrett	189,110,453	93.47%	13,207,966	6.53%
Dr. Thomas S. Kaplan	199,283,498	98.50%	3,034,921	1.50%
Gregory A. Lang	201,438,722	99.57%	879,696	0.43%
Gillyeard J. Leathley	200,646,018	99.17%	1,672,401	0.83%
Igor Levental	199,574,339	98.64%	2,744,080	1.36%
Kalidas V. Madhavpeddi	200,357,419	99.03%	1,960,999	0.83%
Clynton R. Nauman	199,405,945	98.56%	2,912,474	1.44%
Rick Van Nieuwenhuysse	172,210,002	85.12%	30,108,417	14.88%
Anthony P. Walsh	200,673,698	99.19%	1,644,721	0.81%

3. The shareholders voted by way of a show of hands and PricewaterhouseCoopers LLP, Chartered Accountants, were reappointed as auditors of the Corporation until the close of the next annual general meeting of shareholders and the directors were authorized to determine their remuneration. Proxies were received as follows:

For the Motion: 262,603,966 (99.13%)
Withheld/Abstain: 2,301,855 (0.87%)
Total Shares Voted: 264,905,821 (82.19% of share issued and outstanding as of the record date)

4. The shareholders voted by way of a show of hands and approved the non-binding resolution approving the compensation of the Corporation's Named Executive Officers. Proxies were received as follows:

For the Motion: 156,592,282 (77.41%)

Against the Motion: 44,756,945 (22.12%)

Abstain: 953,065 (0.47%)

Total Shares Voted: 202,302,292 (62.77% of share issued and outstanding as of the record date)

The final scrutineer's report is attached to this report as Schedule 1.

No other business was voted upon at the Meeting.

Dated: May 7, 2018

Schedule 1

Please see attached.

NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018

PREPARED BY



COMPUTERSHARE INVESTOR SERVICES INC.
VANCOUVER

**NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018**

FINAL SCRUTINEER'S REPORT

<u>1</u>	SHAREHOLDER IN PERSON, REPRESENTING	<u>16,126</u>	SHARES
<u>208</u>	SHAREHOLDERS BY PROXY, REPRESENTING	<u>264,905,828</u>	SHARES
<u>209</u>	TOTAL SHAREHOLDERS, HOLDING	<u>264,921,954</u>	SHARES
TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE:		<u>322,303,842</u>	
PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING:		<u>82.20</u>	%



JENNY KARIM
SCRUTINEER

The figures reported by Computershare in its capacity as Scrutineer represent our tabulation of proxies returned to us by registered securityholders and, if Computershare has mailed voting instruction forms (VIFs) directly to non-objecting beneficial owners (NOBOs) on behalf of the issuer, VIFs returned directly to us by NOBOs, combined with cumulative reports of beneficial holder voting compiled and submitted by one or more third parties. As such, Computershare is only responsible for, and warrants the accuracy of our own tabulation of proxies and VIFs. Computershare is not responsible for and does not warrant the accuracy of the cumulative reports of beneficial holder voting submitted by any third party.

If Computershare has mailed voting instruction forms directly to NOBOs on behalf of the issuer, these have been distributed on the basis of electronic files received by Computershare from intermediaries or their agents. Although Computershare reconciles these records to the Form 54-101F4 Omnibus Proxy delivered to us as required under National Instrument 54-101, in some cases insufficient securities may be held within intermediary positions at The Canadian Depository for Securities, Limited as at record date to support all securities represented. In these cases, if the situation cannot be rectified, over voting rules are applied as directed by the Chair.

Upon receipt of any cumulative reports of beneficial holder voting compiled and submitted by one or more third parties, Computershare reviews the total votes received for each intermediary and reconciles the number to the position available to the intermediary on any omnibus proxy or supplemental omnibus proxy received. In the event the intermediary's position is insufficient to allow for the tabulation of the entire vote, Computershare may, but shall not be required to, take steps to rectify the situation. In the event the situation is not rectified, over voting rules are applied as directed by the Chair.

Acting on the direction of the Chair of the meeting, Computershare may have included in our reports, the details of beneficial holders attending in person, whose ownership or previous voting status we cannot confirm or verify but whose identity may be supported by documentation, such as a VIF issued by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the direction from the Chair, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.

NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018

LIST OF SHAREHOLDERS ATTENDING IN PERSON

NAME	SHARES VOTED IN PERSON	SHARES VOTED BY PROXY
THOMAS KAPLAN	16,126	0
KALIDAS MADHAVPEDDI	0	14,770
TOTAL	16,126	14,770
TOTAL APPOINTEES AT MEETING:		0
TOTAL SHAREHOLDERS VOTED IN PERSON:		1
TOTAL SHAREHOLDERS IN ATTENDANCE:		2

**NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018**

GUEST ATTENDANCE REGISTER

NAME	REPRESENTING/FIRM
KIMBERLEY ANDERSON	
EILEEN BISTRISKY	
TIMOTHY CHRISTIAN	
WOLFGANG DEGEMANN	
DAVID DEISLEY	ESPP HOLDER
SHARON DOWDALL	DIRECTOR
CRAIG DUDRA	RBC CAPITAL MARKETS
SARAH FAHRMANN	PWC
AILSA FORSGREN	
DR. DIANE GARRETT	DIRECTOR
STEVEN HARVEY	
MELANIE HENNESSEY	ESPP HOLDER
LEO HUBNER	
GREGORY LANG	ESPP HOLDER
GILLYEARD LEATHLEY	DIRECTOR
IGOR LEVENTAL	DIRECTOR
JESSICA LEVENTAL	
GENADY LEVENTHAL	
GARFIELD MACVEIGH	
GERALD MCCONNELL	
CLYNTON NAUMAN	DIRECTOR
RICK VAN NIEUWENHUYSE	ESPP HOLDER
DAVID OTTEWELL	ESPP HOLDER
TRICIA PANNIER	ESPP HOLDER
ALLISON PETITT	
TRICIA ROBERTSON	BLAKES
MICHAEL SCOTT	RBC CAPITAL MARKETS
WALTER SEGSWORTH	
WILLIAM SMITH	
EVAN STRAIGHT	BLAKES
ERIC TALBOT	PWC
JOHN TOGNETTI	
SHANE TORDJMAN	
GIA TRAN	ESPP HOLDER
ANTHONY WALSH	DIRECTOR
RICHARD WILLIAMS	ESPP HOLDER
HAI BIN ZHENG	

NUMBER OF GUESTS PRESENT: 37



NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018

REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES					PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD/ ABSTAIN	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD/ ABSTAIN
NUMBER OF DIRECTORS	262,137,059	2,768,768	0	0	1	98.95%	1.05%	0.00%
SHARON DOWDALL	200,359,947	0	1,942,345	0	62,603,536	99.04%	0.00%	0.96%
DR. DIANE GARRETT	189,094,327	0	13,207,966	0	62,603,535	93.47%	0.00%	6.53%
DR. THOMAS KAPLAN	199,267,372	0	3,034,921	0	62,603,535	98.50%	0.00%	1.50%
GREGORY LANG	201,422,596	0	879,696	0	62,603,536	99.57%	0.00%	0.43%
GILLYEARD LEATHLEY	200,629,892	0	1,672,401	0	62,603,535	99.17%	0.00%	0.83%
IGOR LEVENTAL	199,558,213	0	2,744,080	0	62,603,535	98.64%	0.00%	1.36%
KALIDAS MADHAVPEDDI	200,341,293	0	1,960,999	0	62,603,536	99.03%	0.00%	0.97%
CLYNTON NAUJMAN	199,389,819	0	2,912,474	0	62,603,535	98.56%	0.00%	1.44%
RICK VAN NIEUWENHUYSE	172,193,876	0	30,108,417	0	62,603,535	85.12%	0.00%	14.88%
ANTHONY WALSH	200,657,572	0	1,644,721	0	62,603,535	99.19%	0.00%	0.81%
APPOINTMENT OF AUDITORS	262,603,966	0	2,301,855	6	1	99.13%	0.00%	0.87%
APPROVAL OF NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION	156,592,282	44,756,945	953,065	0	62,603,536	77.41%	22.12%	0.47%

TOTAL SHAREHOLDERS VOTED BY PROXY: 208
TOTAL SHARES ISSUED & OUTSTANDING: 322,303,842
TOTAL SHARES VOTED: 264,905,828
TOTAL % OF SHARES VOTED: 82.19%

Jenny Karim
 JENNY KARIM
 SCRUTINEER

**NOVAGOLD RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 4, 2018**

REPORT ON BALLOT

**MOTION #2
ELECTION OF DIRECTORS**

We, the undersigned scrutineers, hereby report that the result of the vote by ballot with respect to the above matter is as follows:

NAME	VOTES IN FAVOR	%	VOTES WITHHELD	%
SHARON DOWDALL	200,376,073	99.04%	1,942,345	0.96%
DR. DIANE GARRETT	189,110,453	93.47%	13,207,966	6.53%
DR. THOMAS KAPLAN	199,283,498	98.50%	3,034,921	1.50%
GREGORY LANG	201,438,722	99.57%	879,696	0.43%
GILLYEARD LEATHLEY	200,646,018	99.17%	1,672,401	0.83%
IGOR LEVENTAL	199,574,339	98.64%	2,744,080	1.36%
KALIDAS MADHAVPEDDI	200,357,419	99.03%	1,960,999	0.97%
CLYNTON NAUMAN	199,405,945	98.56%	2,912,474	1.44%
RICK VAN NIEUWENHUYSE	172,210,002	85.12%	30,108,417	14.88%
ANTHONY WALSH	200,673,698	99.19%	1,644,721	0.81%



Jenny Karim
Scrutineer

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