

NOVAGOLD RESOURCES INC.
(the “Corporation”)

Annual Meeting of Shareholders
May 18, 2023

REPORT OF VOTING RESULTS

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

Common Shares represented at the Meeting:	284,457,954
Total issued and outstanding Common Shares as at record date:	333,982,678
Percentage of issued and outstanding Common Shares represented:	85.17%

Business of the Meeting

1. 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
Elaine Dorward-King	263,941,771	98.68%	3,517,519	1.31%
Dr. Diane Garrett	258,982,243	96.83%	8,477,047	3.16%
Dr. Thomas Kaplan	264,468,481	98.88%	2,990,809	1.11%
Hume Kyle	266,699,853	99.71%	759,437	0.28%
Gregory Lang	265,885,009	99.41%	1,574,281	0.58%
Kalidas Madhavpeddi	261,382,272	97.72%	6,077,018	2.27%
Kevin McArthur	262,363,487	98.09%	5,095,803	1.90%
Daniel Muñoz-Quintanilla	257,946,124	96.44%	9,513,166	3.55%
Ethan Schutt	261,722,045	97.85%	5,737,245	2.14%
Anthony Walsh	262,982,560	98.32%	4,476,730	1.67%
Dawn Whittaker	266,508,418	99.64%	950,872	0.35%

2. The shareholders voted by way of ballot and PricewaterhouseCoopers LLP, Chartered Accountants, were appointed 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.

For the Motion: 281,594,022 (98.99%)

Withheld/Abstain: 2,863,932 (1.00%)

Total Shares Voted: 284,457,954 (85.17%) of shares issued and outstanding as of the record date)

3. The shareholders voted by way of ballot and approved all unallocated entitlements under the Stock Award Plan.

For the Motion: 227,431,669 (85.03%)

Against: 39,490,733 (14.76%)

Abstain: 536,888 (0.20%)

Total Shares Voted: 266,922,402 (79.92%) of shares issued and outstanding as of the record date)

4. The shareholders voted by way of ballot and approved all unallocated entitlements under the Performance Share Unit Plan.

For the Motion: 238,158,490 (89.04%)

Against: 28,767,073 (10.75%)

Abstain: 533,727 (0.19%)

Total Shares Voted: 266,925,563 (79.92% of shares issued and outstanding as of the record date)

5. The shareholders voted by way of ballot and approved all unallocated entitlements under the Deferred Share Unit Plan.

For the Motion: 262,907,150 (98.29%)

Against: 4,010,460 (1.49%)

Abstain: 541,680 (0.20%)

Total Shares Voted: 266,917,610 (79.92% of shares issued and outstanding as of the record date)

6. The shareholders voted by way of ballot and approved the non-binding resolution approving the compensation of the Corporation's Named Executive Officers.

For the Motion: 253,638,153 (94.83%)

Against the Motion: 13,317,773 (4.97%)

Abstain: 503,364 (0.18%)

Total Shares Voted: 266,955,926 (79.93% of shares issued and outstanding as of the record date)

The final inspector of election's report is attached to this report as Schedule 1.

No other business was voted upon at the Meeting.

Dated: May 23, 2023

Schedule 1

Please see attached.

NOVAGOLD RESOURCES INC.
Annual General Meeting of Shareholders
May 18, 2023

Final Report of the Inspector of Election

I, the undersigned, the duly appointed Inspector of Election at the Annual Meeting of Shareholders (the “Meeting”) of NOVAGOLD RESOURCES INC., (the “Company”), held on May 18, 2023, hereby certify that:

- 1) Before entering upon the discharge of my duties as Inspector of Election at the Meeting, I took and signed an Oath of Inspector of Election.
- 2) The Meeting was held virtually at www.virtualshareholdermeeting.com/NG2023, pursuant to notice duly given.
- 3) At the close of business on March 20, 2023, the record date for the determination of stockholders entitled to vote at the Meeting, there were 333,982,678 shares of the Company’s Common Stock, each share being entitled to one vote, constituting all of the outstanding voting securities of the Company.
- 4) A quorum was present at the Meeting:
 - a. 69 shareholders were represented in person or by proxy at the Meeting, and
 - b. A total of 284,457,954 shares of the Company’s Common Stock, represented in person or by proxy, were voted, representing 85.17% of the outstanding Common Stock entitled to vote at the Meeting.
- 5) The undersigned canvassed the votes of the shareholders cast by ballot or proxy on the matters presented at the Meeting.
- 6) At the Meeting, the vote to elect eleven (11) directors, was as follows:

	<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>WITHHELD</u> <u>#</u>	<u>WITHHELD</u> <u>%</u>	<u>BROKER</u> <u>NON-</u> <u>VOTE</u>
Dr. Elaine Dorward-King	<u>263,941,771</u>	<u>98.68</u>	<u>3,517,519</u>	<u>1.31</u>	<u>16,998,664</u>
Dr. Diane Garrett	<u>258,982,243</u>	<u>96.83</u>	<u>8,477,047</u>	<u>3.16</u>	<u>16,998,664</u>
Dr. Thomas Kaplan	<u>264,468,481</u>	<u>98.88</u>	<u>2,990,809</u>	<u>1.11</u>	<u>16,998,664</u>
Hume Kyle	<u>266,699,853</u>	<u>99.71</u>	<u>759,437</u>	<u>0.28</u>	<u>16,998,664</u>
Gregory Lang	<u>265,885,009</u>	<u>99.41</u>	<u>1,574,281</u>	<u>0.58</u>	<u>16,998,664</u>
Kalidas Madhavpeddi	<u>261,382,272</u>	<u>97.72</u>	<u>6,077,018</u>	<u>2.27</u>	<u>16,998,664</u>
Kevin McArthur	<u>262,363,487</u>	<u>98.09</u>	<u>5,095,803</u>	<u>1.90</u>	<u>16,998,664</u>
Daniel Muniz Quintanilla	<u>257,946,124</u>	<u>96.44</u>	<u>9,513,166</u>	<u>3.55</u>	<u>16,998,664</u>
Ethan Schutt	<u>261,722,045</u>	<u>97.85</u>	<u>5,737,245</u>	<u>2.14</u>	<u>16,998,664</u>
Anthony Walsh	<u>262,982,560</u>	<u>98.32</u>	<u>4,476,730</u>	<u>1.67</u>	<u>16,998,664</u>
Dawn Whittaker	<u>266,508,418</u>	<u>99.64</u>	<u>950,872</u>	<u>0.35</u>	<u>16,998,664</u>

- 7) At the Meeting, the vote to ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the forthcoming year and authorizing the Directors through the Audit Committee to fix their remuneration, was as follows:

<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>WITHHELD</u> <u>#</u>	<u>WITHHELD</u> <u>%</u>
<u>281,594,022</u>	<u>98.99</u>	<u>2,863,932</u>	<u>1.00</u>

- 8) At the Meeting, the vote to consider, and if deemed advisable, pass an ordinary resolution to approve all unallocated entitlements under the Stock Award Plan, was as follows:

<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>AGAINST</u> <u>#</u>	<u>AGAINST</u> <u>%</u>	<u>ABSTAIN</u> <u>#</u>	<u>ABSTAIN</u> <u>%</u>	<u>BROKER</u> <u>NON-</u> <u>VOTE</u>
<u>227,431,669</u>	<u>85.03</u>	<u>39,490,733</u>	<u>14.76</u>	<u>536,888</u>	<u>0.20</u>	<u>16,998,664</u>

- 9) At the Meeting, the vote to consider, and if deemed advisable, pass an ordinary resolution to approve all unallocated entitlement under the Performance Share Unit Plan, was as follows:

<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>AGAINST</u> <u>#</u>	<u>AGAINST</u> <u>%</u>	<u>ABSTAIN</u> <u>#</u>	<u>ABSTAIN</u> <u>%</u>	<u>BROKER</u> <u>NON-</u> <u>VOTE</u>
<u>238,158,490</u>	<u>89.04</u>	<u>28,767,073</u>	<u>10.75</u>	<u>533,727</u>	<u>0.19</u>	<u>16,998,664</u>

- 10) At the Meeting, the vote to consider, and if deemed advisable, pass an ordinary resolution to approve all unallocated entitlement under the Deferred Share Unit Plan, was as follows:

<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>AGAINST</u> <u>#</u>	<u>AGAINST</u> <u>%</u>	<u>ABSTAIN</u> <u>#</u>	<u>ABSTAIN</u> <u>%</u>	<u>BROKER</u> <u>NON-</u> <u>VOTE</u>
<u>262,907,150</u>	<u>98.29</u>	<u>4,010,460</u>	<u>1.49</u>	<u>541,680</u>	<u>0.20</u>	<u>16,998,664</u>

- 11) At the Meeting, the vote on an advisory (non-binding) basis to approve the compensation paid to the Company's named executive officers ("Say-on-Pay"), was as follows:

<u>FOR</u> <u>#</u>	<u>FOR</u> <u>%</u>	<u>AGAINST</u> <u>#</u>	<u>AGAINST</u> <u>%</u>	<u>ABSTAIN</u> <u>#</u>	<u>ABSTAIN</u> <u>%</u>	<u>BROKER</u> <u>NON-</u> <u>VOTE</u>
<u>253,638,153</u>	<u>94.83</u>	<u>13,317,773</u>	<u>4.97</u>	<u>503,364</u>	<u>0.18</u>	<u>16,998,664</u>

IN WITNESS WHEREOF, I have made this Final Report and have been hereunto set my hand this 18th day of May 2023.

The Carideo Group
Inspection Election Services


Beth W. VanDerbeck