

**TOREX GOLD RESOURCES INC.**  
 130 King St. West, Suite 740, Toronto, ON M5X 2A2  
 Tel: 647-260-1500 Fax: 416-304-4000

June 22, 2022

TO ALL APPLICABLE EXCHANGES AND COMMISSIONS:

**Re: Torex Gold Resources Inc. (the “Company”)  
 Report of Voting Results pursuant to Section 11.3 of  
 National Instrument 51-102 – Continuous Disclosure Obligations (“NI 51-102”)**

Following the annual and special meeting of shareholders of Torex Gold Resources Inc. held on June 22, 2022 (the “**Meeting**”), and in accordance with Section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

**ITEM 1. ELECTION OF DIRECTORS**

At the Meeting, all director nominees listed in the Company’s management information circular (the “Circular”) dated May 11, 2022 were elected as directors of the Company. Detailed results of the vote by ballot are as follows:

DIRECTOR	VOTE TYPE	NUMBER OF VOTES	% OF VOTES
Richard A. Howes	For	60,159,291	99.73%
	Withheld	163,792	0.27%
Jody L.M. Kuzenko	For	60,154,218	99.72%
	Withheld	168,865	0.28%
Tony S. Giardini	For	60,125,053	99.67%
	Withheld	198,030	0.33%
Jennifer J. Hooper	For	59,197,926	98.13%
	Withheld	1,125,157	1.87%
Jay C. Kellerman	For	57,956,343	96.08%
	Withheld	2,366,740	3.92%
Rosalie C. Moore	For	60,183,119	99.77%
	Withheld	139,964	0.23%
Roy S. Slack	For	60,194,390	99.79%
	Withheld	128,693	0.21%
Elizabeth A. Wademan	For	59,710,598	98.98%
	Withheld	612,485	1.02%

**ITEM 2. APPOINTMENT OF AUDITOR**

On a vote by ballot, KPMG LLP, Chartered Public Accountants, were re-appointed as auditors of the Company.

VOTES FOR	% VOTES FOR	VOTES WITHHELD	% OF VOTES WITHHELD
63,272,543	99.70%	189,212	0.30%

**ITEM 3.**

On a vote by ballot, a resolution was passed whereby the unallocated share units under the Employee Share Unit Plan were approved and authorized until the date of the Company's annual shareholders' meeting to be held in 2025.

VOTES FOR	% VOTES FOR	VOTES AGAINST	% OF VOTES AGAINST
54,160,833	89.78%	6,162,250	10.22%

**ITEM 4.**

On a vote by ballot, a resolution was passed whereby the unallocated share units under the Restricted Share Plan were approved and authorized until the date of the Company's annual shareholders' meeting to be held in 2025.

VOTES FOR	% VOTES FOR	VOTES AGAINST	% OF VOTES AGAINST
53,008,039	87.87%	7,315,044	12.13%

**ITEM 5. 'SAY ON PAY' EXECUTIVE COMPENSATION**

On a vote by ballot, a non-binding advisory resolution was passed accepting the approach to executive compensation disclosed in the Circular and delivered in advance of the Meeting.

VOTES FOR	% VOTES FOR	VOTES AGAINST	% OF VOTES AGAINST
58,680,391	97.28%	1,642,692	2.72%

Yours truly,

**TOREX GOLD RESOURCES INC.**

(signed) "Mary Batoff"

Per: Mary Batoff  
General Counsel and Corporate Secretary