**CANARC RESOURCE CORP.**
#301 – 700 West Pender Street
Vancouver, B.C. V6C 1G8

**ANNUAL GENERAL MEETING OF SHAREHOLDERS**
(the "Meeting")

held at the offices of the Company,
#301 – 700 West Pender Street, Vancouver, British Columbia
on **Monday, June 29, 2015** at **9:00 a.m.** (local time)

## Report of Voting Results

In accordance with part 11.3, *Voting Results*, of National Instrument 51-102, *Continuous Disclosure Obligations*, set forth below is a brief description of the matters voted upon at the Meeting and the outcome of the vote:

**The following matters were put to a vote by a show of hands:**

| | **Brief Description of Matter** | **Outcome of Vote** |
|---|---|---|
| 1 | Appointment of Smythe Ratcliffe LLP as auditors of Canarc Resource Corp. (the "Company") | Carried with over 99% votes in favour |
| 2 | To authorize the Directors to fix the Auditor's remuneration | Carried with over 99% votes in favour |
| 3 | To elect the following directors for the ensuing year or until their successors are elected or appointed:<br>**Bradford J. Cooke**<br>**Leonard Harris**<br>**Martin Burian**<br>**Deepak Malhotra** | Carried with over 98% of votes in favour |
| 4 | To set the number of directors at **four** | Carried with over 98% of votes in favour |
| 5 | To approve an ordinary resolution providing for the issuance of a maximum of 1,270,400 Shares of the Company to settle indebtedness to current and past directors of the Company | Carried with 54% of the votes in favour |
| 6 | To approve an ordinary resolution providing for the issuance of a maximum of 2,548,240 Shares of the Company to settle indebtedness to current senior officers of the Company | Carried with over 60% of the votes in favour |