SouthGobi Resources Ltd.
Report of Voting Results
(Section 11.3 of National Instrument 51-102)

In respect to the annual and special meeting of the shareholders of SouthGobi Resources Ltd. (the "Company") held on July 21, 2022, (the "Meeting"), the following sets forth a brief description of each matter which was voted upon at the Meeting and the outcome of the vote:

Appointment of Auditors - BDO Limited, Certified Public Accountants (Practicing), Hong Kong, was appointed as auditor of the Company to hold office for the ensuing year or until their successors are appointed. The ordinary resolution was passed by a majority of the votes cast by a show of hands.

The result of the vote by proxy with respect to the above matter is shown below:

Total votes in favour:	111,928,085 (99.99%)
Total votes withheld:	7,950 (00.01%)

Number of Directors – As more particularly described in the Company's Management Proxy Circular dated June 22, 2022 (the "Circular"), the Company proposed an ordinary resolution at the Meeting to fix the number of directors elected at the Meeting at: (i) six (6), in the event, and conditional upon, the proposed sale transaction between Land Breeze S.a.r.l and JD Zhixing Fund L.P. (the "Land Breeze Sale Transaction") completing prior to the date of the Meeting; or (ii) eight (8), in the event that completion of the Land Breeze Sale Transaction did not occur prior to the date of the Meeting. To the Company's knowledge, the completion of the Land Breeze Sale Transaction did not occur on or prior to the date of the Meeting.

The ordinary resolution was passed by a majority of the votes cast by a show of hands at the Meeting.

The result of the vote by proxy with respect to the above matter is shown below:

Total votes in favour:	111,928,085 (99.99%)
Total votes against:	7,950 (00.01%)

Election of Directors – As more particularly described in the Circular, in the event that completion of the Land Breeze Sale Transaction did not occur prior to the date of the Meeting, the following eight director nominees (the "Incumbent Slate") set forth in the Circular would be nominated to be elected as directors to hold office for the ensuing year or until their successors are elected or appointed. To the Company's knowledge, the completion of the Land Breeze Sale Transaction did not occur on or prior to the date of the Meeting.

The ordinary resolution was passed by a majority of the votes cast by ballot. The result of the vote by ballot with respect to the above matter is shown below:

Dalanguerban	votes for:	111,926,097 (99.99%)
	votes withheld:	9,938 (00.01%)
Jianmin Bao	votes for:	111,926,097 (99.99%)
	votes withheld:	9,938 (00.01%)
Zhiwei Chen	votes for:	111,924,897 (99.99%)
	votes withheld:	11,138 (00.01%)
Yingbin Ian He	votes for:	111,924,897 (99.99%)
	votes withheld:	11,138 (00.01%)

Ka Lee Ku	votes for:	111,924,897 (99.99%)
	votes withheld:	11,138 (00.01%)
Ben Niu	votes for:	111,924,897 (99.99%)
	votes withheld:	11,138 (00.01%)
Jin Lan Quan	votes for:	111,928,085 (99.99%)
	votes withheld:	7,950 (00.01%)
Mao Sun	votes for:	111,928,085 (99.99%)
	votes withheld:	7,950 (00.01%)

As a result, the number of directors elected at the Meeting was fixed at eight (8) and the eight nominees in the Incumbent Slate were elected as directors to hold office for the ensuing year or until their successors are elected or appointed

Amendments to the Employees' and Directors' Equity Incentive Plan – The shareholders approved certain amendments to the Company's Employees' and Directors' Equity Incentive Plan (the "Equity Incentive Plan"), all as more particularly described in the Circular. The ordinary resolution was passed by a majority of the votes cast by ballot.

The result of the vote by ballot with respect to the above matter is shown below:

Total votes in favour:	111,926,885 (99.99%)
Total votes against:	9,150 (00.01%)

Shares issuable under the Equity Incentive Plan – The shareholders approved 27,425,442 Common Shares in the capital of the Company may be allocated for issuance under the Equity Incentive Plan. The ordinary resolution was passed by a majority of the votes cast by ballot.

The result of the vote by proxy with respect to the above matter is shown below:

Total votes in favour:	111,926,885 (99.99%)
Total votes against:	9,150 (00.01%

Adoption of New Articles – The shareholders approved the removal of the Company's current Articles in its entirety and the adoption of new Articles, all as more particularly described in the Circular. The special resolution was passed by a majority of the votes cast by ballot.

The result of the vote by ballot with respect to the above matter is shown below:

Total votes in favour:	111,924,897 (99.99%)
Total votes against:	11,138 (00.01%)

Dated at Vancouver, British Columbia this 22nd day of July 2022.

SOUTHGOBI RESOURCES LTD.

"Allison Snetsinger"

By:____________________________________

Allison Snetsinger
Corporate Secretary