



ANNUAL GENERAL MEETING OF SHAREHOLDERS B2GOLD CORP.

REPORT OF VOTING RESULTS

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, we hereby advise of the results of the voting on the matters submitted to the annual general meeting of shareholders of B2Gold Corp. (the “**Company**”) held on June 10, 2016 (total shares represented in person or by proxy 747,735,365 of the 928,947,190 issued and outstanding shares 80.49%).

Item 1: Number of Directors

By a vote by way of show of hands, the number of Directors of the Company was set at eight (8).

Item 2: Election of Directors and Approvals of Nominees as Directors

By a vote by way of show of hands, the following individuals were elected as directors of the Company to hold office for the ensuing year or until their successors are elected or appointed, and the total votes cast by all shareholders of the Company present in person or by proxy were as follows:

Name	Total Votes in Favour (%)	Total Votes Withheld/Abstained (%)	Outcome of Vote
Clive Johnson	687,696,539 (96.18%)	27,334,407 (3.82%)	Approved
Robert Cross	670,998,065 (93.84%)	44,032,881 (6.16%)	Approved
Robert Gayton	528,384,309 (73.90%)	186,646,637 (26.10%)	Approved
Barry Rayment	706,021,989 (98.74%)	9,008,957 (1.26%)	Approved
Jerry Korpan	691,901,192 (96.77%)	23,129,754 (3.23%)	Approved
Bongani Mtshisi	713,820,836 (99.83%)	1,210,110 (0.17%)	Approved
Kevin Bullock	448,545,158 (62.73%)	266,485,788 (37.27%)	Approved
George Johnson	684,154,844 (95.68%)	30,876,102 (4.32%)	Approved

Item 3: Appointment of Auditors

By a vote by way of show of hands, PricewaterhouseCoopers LLP, Chartered Accountants, were appointed the auditors of the Company to hold office until the close of the next annual meeting of shareholders or until their successors are appointed, at a remuneration to be fixed by the directors of the Company.

DATED at Vancouver, British Columbia this 10th day of June, 2016.

B2GOLD CORP.

“Clive Johnson”

Clive Johnson
President & Chief Executive Officer