## IVANHOE MINES LTD.

**REPORT OF VOTING RESULTS**
National Instrument 51-102 – *Continuous Disclosure Obligations*
Section 11.3

In respect of the Annual General and Special Meeting of Shareholders of Ivanhoe Mines Ltd. (the "**Company**") held June 22, 2023 (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:

| MATTERS VOTED UPON | VOTING RESULTS | | | |
|---|---|---|---|---|
| **1. Set the Number of Directors**<br>The number of directors was set at eleven (11) for the ensuring year by a majority of the votes cast by ballots. | **Votes for** | | **Votes against** | |
| | 1,065,967,889 | 99.89% | 1,210,344 | 0.11% |
| **2. Election of Directors**<br>The eleven (11) nominees proposed by the Company's management were elected as directors for the ensuing year by a majority of the votes cast by ballots. | **Votes for** | | **Votes withheld** | |
| Robert M. Friedland | 1,044,868,005 | 97.91% | 22,310,228 | 2.09% |
| Yufeng (Miles) Sun | 1,031,765,089 | 96.68% | 35,413,144 | 3.32% |
| Tadeu Carneiro | 961,686,723 | 90.11% | 105,491,510 | 9.89% |
| Jinghe Chen | 1,053,500,907 | 98.72% | 13,677,326 | 1.28% |
| William B. Hayden | 1,054,275,805 | 98.79% | 12,902,428 | 1.21% |
| Martie Janse van Rensburg | 1,059,161,401 | 99.25% | 8,016,832 | 0.75% |
| Manfu Ma | 1,053,439,387 | 98.71% | 13,738,846 | 1.29% |
| Peter G. Meredith | 1,011,886,337 | 94.82% | 55,291,896 | 5.18% |
| Phumzile Mlambo-Ngcuka | 1,066,749,890 | 99.96% | 428,343 | 0.04% |
| Kgalema P. Motlanthe | 1,036,798,013 | 97.15% | 30,380,220 | 2.85% |
| Delphine Traoré | 1,066,680,668 | 99.95% | 497,565 | 0.05% |
| **3. Re-Appointment of Auditor**<br>PricewaterhouseCoopers Inc., Chartered Accountants, was appointed as auditor of the Company for the ensuing year by a majority of the votes cast by ballots. | **Votes for** | | **Votes withheld** | |
| | 1,078,362,304 | 99.95% | 500,713 | 0.05% |
| **4. Approval of the Company's Amended and Restated Employees' and Directors' Equity Incentive Plan**<br>The shareholders approved an ordinary resolution to approve the Company's Amended and Restated Employees' and Directors' Equity Incentive Plan, which included amendments to the plan, by a majority of the votes cast by ballots. | **Votes for** | | **Votes against** | |
| | 880,586,389 | 82.52% | 186,591,844 | 17.48% |

| 5. **Approval of Increase to Number of Common Shares Issuable Under the Company's Deferred Share Unit Plan** | **Votes for** | | **Votes against** | |
|---|---|---|---|---|
| The shareholders approved an ordinary resolution to approve an increase in the number of Class A common shares issuable under the Company's Deferred Share Unit Plan from 2,000,000 to 3,000,000 Class A common shares by a majority of the votes cast by ballots. | 924,471,664 | 86.63% | 142,706,569 | 13.37% |

| 6. **Approval of Amendments to Previously Granted Stock Options to Two Insiders** | **Votes for**[1] | | **Votes against** | |
|---|---|---|---|---|
| The shareholders approved an ordinary resolution to approve amendments to the terms of previously granted stock options to two insiders by a majority of the votes cast by ballots. | 882,686,795 | 82.72% | 184,452,931 | 17.28% |

1. In accordance with the policies of the Toronto Stock Exchange, 38,507 shares held by an insider whose stock options are being amended were excluded from voting on this resolution

Dated at Vancouver, British Columbia, this 22nd day of June 2023.

**IVANHOE MINES LTD.**

By: "*Mary Vincelli*"
Mary Vincelli
Vice President, Compliance and Corporate Secretary