

XTRA-GOLD RESOURCES CORP.

ANNUAL GENERAL MEETING OF SHAREHOLDERS

HELD ON JUNE 29, 2023

PREPARED BY



COMPUTERSHARE TRUST COMPANY OF CANADA
TORONTO

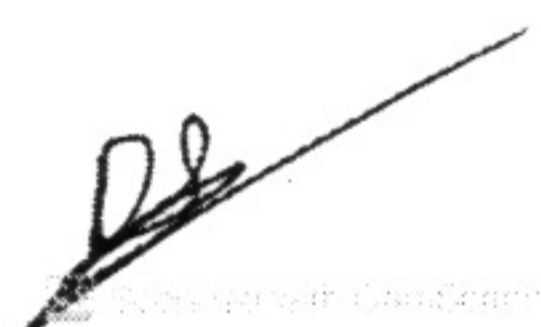
XTRA-GOLD RESOURCES CORP.
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FINAL SCRUTINEER'S REPORT

0	SHAREHOLDER IN PERSON, REPRESENTING	0	SHARES
54	SHAREHOLDERS BY PROXY, REPRESENTING	31,975,160	SHARES
54	TOTAL SHAREHOLDERS, HOLDING	31,975,160	SHARES

TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE:	46,435,417
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PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING:	68.86 %
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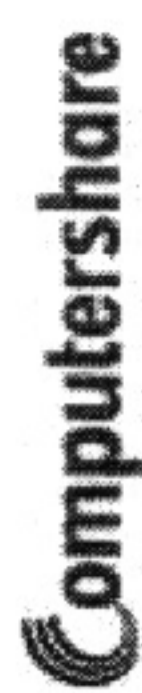
DALE LOYOL
SCRUTINEER

The figures reported by Computershare in its capacity as Scrutineer represent our tabulation of proxies returned to us by registered securityholders and, if Computershare has mailed voting instruction forms (VIFs) directly to non-objecting beneficial owners (NOBOs) on behalf of the issuer, VIFs returned directly to us by NOBOs, combined with cumulative reports of beneficial holder voting compiled and submitted by one or more third parties. As such, Computershare is only responsible for, and warrants the accuracy of our own tabulation of proxies and VIFs. Computershare is not responsible for and does not warrant the accuracy of the cumulative reports of beneficial holder voting submitted by any third party.

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Acting on the direction of the Chair of the meeting, Computershare may have included in our reports, the details of beneficial holders attending in person, whose ownership or previous voting status we cannot confirm or verify but whose identity may be supported by documentation, such as a VIF issued by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the direction from the Chair, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.



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REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES					PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD/ ABSTAIN	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD/ ABSTAIN
Elect Peter Minuk as Director	30,214,268	0	1,963	0	1,758,929	99.99%	0.00%	0.01%
Elect James Harold Schweitzer as Director	29,909,968	0	306,263	0	1,758,929	98.99%	0.00%	1.01%
Elect James Longshore as Director	29,899,268	0	316,963	0	1,758,929	98.95%	0.00%	1.05%
Elect Denis Laviolette as Director	29,912,468	0	303,763	0	1,758,929	98.99%	0.00%	1.01%
Elect Hans Julian Morsches as Director	29,909,968	0	306,263	0	1,758,929	98.99%	0.00%	1.01%
Elect Todd Gibson as Director	29,414,868	0	801,363	0	1,758,929	97.35%	0.00%	2.65%
Appointment of Auditors	31,945,084	0	30,076	0	0	99.91%	0.00%	0.09%
Stock Option Plan	29,098,818	1,117,413	0	0	1,758,929	96.30%	3.70%	0.00%

TOTAL SHAREHOLDERS VOTED BY PROXY: 54

46,435,417

31,975,160

68.86%

54

46,435,417

31,975,160

68.86%

TOTAL SHARES ISSUED & OUTSTANDING:

46,435,417

31,975,160

68.86%

TOTAL % OF SHARES VOTED:

46,435,417

31,975,160

68.86%

DALE LOYOL
SCRUTINEER

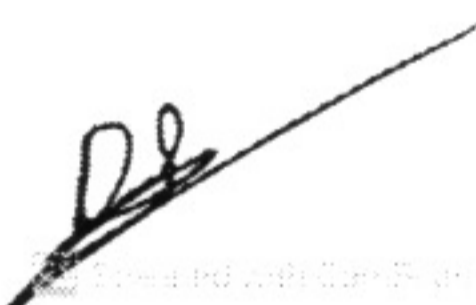
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REPORT ON BALLOT

MOTION #1
ELECTION OF DIRECTORS

We, the undersigned scrutineers, hereby report that the result of the vote by ballot with respect to the above matter is as follows:

NAME	VOTES IN FAVOR	%	VOTES WITHHELD	%
Peter Minuk	30,214,268	99.99%	1,963	0.01%
James Harold Schweitzer	29,909,968	98.99%	306,263	1.01%
James Longshore	29,899,268	98.95%	316,963	1.05%
Denis Laviolette	29,912,468	98.99%	303,763	1.01%
Hans Julian Morsches	29,909,968	98.99%	306,263	1.01%
Todd Gibson	29,414,868	97.35%	801,363	2.65%



Dale Loyol
Scrutineer

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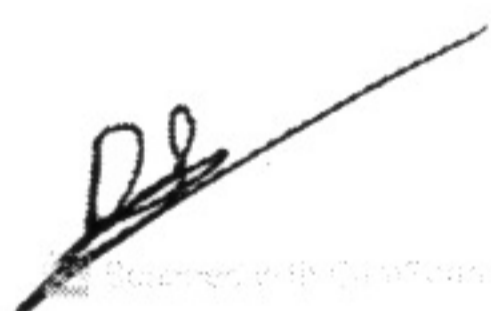
REPORT ON BALLOT

MOTION #2

Appointment of Auditors

We, the undersigned scrutineers, hereby report that the result of the vote by ballot with respect to the above matter is as follows:

	NUMBER OF VOTES	
FOR the motion	31,945,084	99.91%
WITHHELD from the motion	30,076	0.09%
Total	31,975,160	



Dale Loyol
Scrutineer

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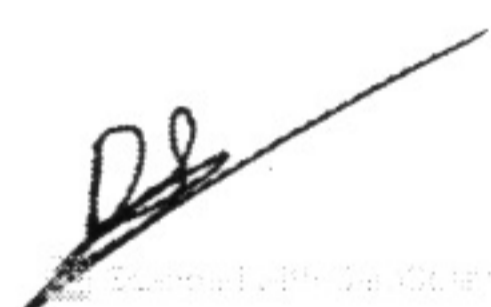
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REPORT ON BALLOT

MOTION #3
Stock Option Plan

We, the undersigned scrutineers, hereby report that the result of the vote by ballot with respect to the above matter is as follows:

	NUMBER OF VOTES	
FOR the motion	29,098,818	96.30%
AGAINST the motion	1,117,413	3.70%
Total	30,216,231	



Dale Loyol
Scrutineer

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LIST OF SHAREHOLDERS IN ATTENDANCE

NAME	SHARES REPRESENTED IN PERSON	SHARES REPRESENTED BY PROXY
JAMES LONGSHORE	0	927,000
TOTAL	0	927,000
TOTAL APPOINTEES AT THE MEETING:		0
TOTAL SHAREHOLDERS REPRESENTED IN PERSON:		0
TOTAL SHAREHOLDERS IN ATTENDANCE:		1

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GUEST ATTENDANCE REGISTER

NAME	REPRESENTING/FIRM
KEVIN COOMBES	
TODD GIBSON	DIRECTOR
JIM LONGSHORE	
BRIAN MCGINNIS	
MARK MCGINNIS	
PATRICK MCGINNIS	
PETER MINUK	DIRECTOR
JAMES HAROLD SCHWEITZER	DIRECTOR

NUMBER OF GUESTS PRESENT: 8