

**Alacer Gold Corp.**

May 1, 2017

To:

British Columbia Securities Commission  
Alberta Securities Commission  
Saskatchewan Financial Services Commission  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
Securities Commission of Newfoundland and Labrador  
Superintendent of Securities, Prince Edward Island

**Report of Voting Results**

In accordance with section 11.3 of National Instrument 51-102 - Continuous Disclosure Obligations, this report briefly describes the matters voted upon and the outcome of the votes at the annual and special meeting of shareholders of Alacer Gold Corp. (the "Corporation") held on April 28, 2017 in Denver, Colorado (the "Meeting"). Each of the matters is described in greater detail in the Corporation's Management Information Circular dated March 24, 2017 (the "Circular").

1. Election of Directors

According to proxies received and a vote by show of hands, the following persons were elected as directors of the Corporation to hold office until the close of the next annual meeting of the Corporation's shareholders:

Rodney P. Antal  
Thomas R. Bates, Jr.  
Edward C. Dowling, Jr.  
Richard P. Graff  
Anna Kolonchina  
Alan P. Krusi

The following are the voting results on this matter:

<u>Director</u>		<u>Number of Shares</u>	<u>Percentage of Votes Cast</u>
Rodney P. Antal	Votes For:	199,295,153	96%
	Votes Withheld:	8,495,515	4%
Thomas R. Bates, Jr.	Votes For:	187,899,879	90%
	Votes Withheld:	19,890,789	10%
Edward C. Dowling, Jr.	Votes For:	196,714,431	95%
	Votes Withheld:	11,076,237	5%
Richard P. Graff	Votes For:	185,472,345	89%
	Votes Withheld:	22,318,323	11%
Anna Kolonchina	Votes For:	200,895,001	97%
	Votes Withheld:	6,895,667	3%
Alan P. Krusi	Votes For:	187,887,839	90%
	Votes Withheld:	19,902,829	10%

2. Appointment of Auditors

According to proxies received and vote by show of hands, PricewaterhouseCoopers LLP, Chartered Professional Accountants were appointed as the Corporation's auditors for the ensuing fiscal year and the directors were authorized to fix the remuneration to be paid to the auditors.

The following are the voting results on this matter:

	<u>Number of Shares</u>	<u>Percentage of Votes Cast</u>
Votes For:	213,022,498	99%
Votes Withheld:	2,186,760	1%

3. Adoption of 2017 RSU Plan

According to proxies received and a vote by show of hands, the resolution approving, ratifying and confirming the Corporation's 2017 RSU Plan and authorizing the Corporation's Board of Directors to grant restricted stock units which may be redeemed as common shares of the Corporation up to a maximum of 5% of the issued and outstanding common shares of the Corporation (including shares existing as CHESS depository interests in Australia), as determined at the time of grant, was passed.

The following are the voting results on this matter:

	<u>Number of Shares</u>	<u>Percentage of Votes Cast</u>
Votes For:	182,037,837	88%
Votes Withheld:	25,747,175	12%

4. Advisory Vote on Executive Compensation

According to proxies received and a vote by show of hands, the resolution ratifying, and approving, on an advisory basis, the Corporation's approach to executive compensation, was approved.

The following are the voting results on this matter:

	<u>Number of Shares</u>	<u>Percentage of Votes Cast</u>
Votes For:	124,394,721	60%
Votes Withheld:	83,319,443	40%

5. Other Business

There was no other business brought before the shareholders for a vote.