

**ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**  
**of**  
**MARENGO MINING LIMITED**  
**(the "Company")**

**January 14, 2014**

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

Following the annual and special meeting of shareholders of Marengo Mining Limited (the "Company") held on January 14, 2014 (the "Meeting"), the Company hereby reports the following voting results obtained at the Meeting:

		<u>Votes by Proxy</u>		
		<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Withheld</u>
1.	The election of the following directors:			
	Pieter Britz	Elected	346,822,236 (98.70%)	4,562,370 (1.30%)
	Les Emery	Elected	339,073,636 (96.50%)	12,310,970 (3.50%)
	John Hick	Elected	338,989,928 (96.47%)	12,394,678 (3.53%)
	Ian Hume	Elected	348,870,018 (99.28%)	2,514,588 (0.72%)
	Elizabeth Martin	Elected	342,004,469 (97.33%)	9,380,137 (2.67%)
	Keith Morrison	Elected	341,968,728 (97.32%)	9,415,878 (2.68%)
	Sir Rabbie Namaliu	Elected	349,024,941 (99.33%)	2,369,665 (0.67%)
		<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Withheld</u>
2.	Appointment of PricewaterhouseCoopers LLP, as auditors of the Company and authorizing the directors to fix their remuneration	Carried	343,779,276 (97.65%)	8,263,146 (2.35%)
		<u>Votes by Ballot</u>		
		<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Against</u>
3.	Approval of the New Debentures Resolution, the full text of which is set out in Schedule A to the management information circular of the Company dated November 26, 2013 (the "Circular").	Carried	98,191,328 (96.87%)	3,176,917 (3.13%)
		<u>Votes by Proxy</u>		
		<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Against</u>
4.	Approval of the amendment to the by-laws of the Company, the full text of which resolution is set out in Schedule B to the Circular.	Carried	348,198,503 (99.13%)	3,068,822 (0.87%)