



VIA SEDAR

Delson, April 20, 2017

TO: Autorité des marchés financiers
Ontario Securities Commission

Mesdames:

RE: **Goodfellow Inc.**
Report of Voting Results pursuant to section 11.3 of National Instrument 51-102-
Continuous Disclosure Obligations (“N1 51-102”)

Following the annual meeting of shareholders of Goodfellow Inc. (the “Company”) held on April 19, 2017 (the “Meeting”), and in accordance with section 11.3 of N1 51-102, we hereby advise you of the following voting results obtained at the Meeting.

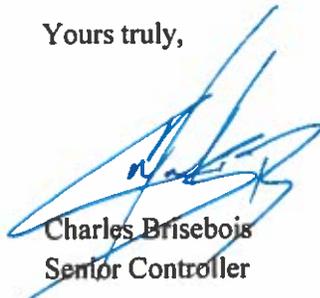
Item Voted Upon

Voting Result

- | | |
|---|--|
| <p>1. Election of the directors of the Company:</p> | <ul style="list-style-type: none">• The nominees proposed by management were elected by a majority of shareholders present at the Meeting on a show of hands. |
| <p>2. Appointment of KPMG LLP, chartered accountants, as the auditors of the Company and authorization of the directors of the Company to fix their remuneration:</p> | <ul style="list-style-type: none">• KPMG LLP were appointed as the Company’s auditors and the directors were authorized to determine their remuneration by a majority of shareholders present at the Meeting on a show of hands. |

Trusting the whole is to your satisfaction, I remain,

Yours truly,



Charles Brisebois
Senior Controller

GOODFELLOW INC.
ASSEMBLÉE GÉNÉRALE ANNUELLE DES ACTIONNAIRES
LE 19 AVRIL 2017

RAPPORT SUR LES PROCURATIONS

RÉSOLUTION	NOMBRE D' ACTIONS						POURCENTAGE D' ACTIONS VOTÉES		
	POUR	CONTRE	ABSTENTION	INVALIDES	SANS VOTE	POUR	CONTRE	ABSTENTION	
Stephen A. Jarislowsky	2,080,340	0	96,083	0	10,250	95.59%	0.00%	4.41%	
G. Douglas Goodfellow	2,078,890	0	97,533	0	10,250	95.52%	0.00%	4.48%	
David A. Goodfellow	2,078,890	0	97,533	0	10,250	95.52%	0.00%	4.48%	
Normand Morin	2,163,023	0	13,400	0	10,250	99.38%	0.00%	0.62%	
Claude Garcia	2,162,014	0	14,409	0	10,250	99.34%	0.00%	0.66%	
Nomination de KPMG s.r.l./s.e.n.c.r.l. en tant que auditeurs et autorisation permettant de fixer leur rémunération.	2,174,126	0	12,547	0	0	99.43%	0.00%	0.57%	

NOMBRE D' ACTIONNAIRES AYANT VOTÉ PAR PROCURATION: 83

ACTIONS ÉMISES ET EN CIRCULATION: 8,506,554

ACTIONS VOTÉES: 2,186,673

% D' ACTIONS VOTÉES: 25.71%