



VIA SEDAR

Delson, April 16, 2018

TO: Autorité des marchés financiers
Ontario Securities Commission

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 13, 2018 (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

- | | |
|--|--|
| 1. Election of the directors of the Company: | <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. |
| 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: | <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
Chief Financial Officer



**GOODFELLOW INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON APRIL 13, 2018**

REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES						PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD/ ABSTAIN	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD/ ABSTAIN	
Stephen A. Jarslowsky	2,181,813	0	131,643	9,900	10,300	94.31%	0.00%	5.69%	
G. Douglas Goodfellow	2,181,015	0	132,441	9,900	10,300	94.28%	0.00%	5.72%	
David A. Goodfellow	2,190,915	0	132,441	0	10,300	94.30%	0.00%	5.70%	
Normand Morin	2,288,998	0	24,458	9,900	10,300	98.94%	0.00%	1.06%	
Claude Garcia	2,284,296	0	39,060	0	10,300	98.32%	0.00%	1.68%	
Alain Côté	2,308,598	0	14,758	0	10,300	99.36%	0.00%	0.64%	
Appointment of Auditors	2,320,298	0	13,358	0	0	99.43%	0.00%	0.57%	

TOTAL SHAREHOLDERS VOTED BY PROXY: 87
TOTAL SHARES ISSUED & OUTSTANDING: 8,506,554
TOTAL SHARES VOTED: 2,333,656
TOTAL % OF SHARES VOTED: 27.43%