



**BAYLIN TECHNOLOGIES INC.**  
(the “Company”)

**REPORT OF VOTING RESULTS**  
**Section 11.3 of National Instrument 51-102**

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, set forth below is a brief description of the matters voted upon at the annual and special meeting of shareholders of the Company held on August 13, 2020 (the “**Meeting**”) and the outcome of the vote on each matter.

There were 40 shareholders represented in person or by proxy at the Meeting holding an aggregate of 24,892,094 common shares of the Company, representing 60.89% of the Company’s total issued and outstanding common shares as at the record date for the Meeting.

**Matter 1: Election of Directors**

On a vote by way of ballot, each of the seven nominees proposed by management was elected to serve as a director of the Company to hold office for the ensuing year or until their successors are elected or appointed. The numbers in respect of the vote are based on the ballots received.

Nominee	Votes In Favour		Votes Withheld	
	#	%	#	%
Janice Davis	24,826,746	99.76	60,246	0.24
Randy L. Dewey	24,166,277	97.10	720,715	2.90
Barry J. Reiter	24,256,827	97.47	630,165	2.53
Jeffrey C. Royer	24,281,927	97.57	605,065	2.43
David J. Saska	24,597,756	98.84	289,236	1.16
Donald E. Simmonds	24,597,756	98.84	289,236	1.16
Harold M. Wolkin	24,019,187	96.51	867,805	3.49

**Matter 2: Appointment of Auditor**

On a vote by way of a show of hands, RSM Canada LLP was appointed as auditor of the Company to hold office until the close of the next annual meeting of shareholders or until their successor is appointed, at a remuneration to be fixed by the directors of the Company. The numbers in respect of the vote are based on the proxies received.

Votes In Favour		Votes Withheld	
#	%	#	%
24,021,397	98.69	318,298	1.31

**Matter 3: Omnibus Equity Incentive Plan**

On a vote by way of ballot, shareholders approved the Omnibus Equity Incentive Plan. The numbers in respect of the vote are based on the ballots received.

<b>Votes In Favour</b>		<b>Votes Withheld</b>	
#	%	#	%
23,688,538	95.18	1,198,454	4.82

**ABOUT BAYLIN**

Baylin is a leading diversified global wireless technology management company. Baylin focuses on research, design, development, manufacturing and sales of passive and active radio-frequency products and services. Baylin aspires to exceed its customers' needs and anticipate the direction of the market. For further information, please visit [www.baylintech.com](http://www.baylintech.com) .

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