**SPECTRAL MEDICAL INC.**
**(THE "CORPORATION")**

**ANNUAL MEETING OF THE SHAREHOLDERS**
**OF THE CORPORATION (THE "MEETING")**
**HELD ON WEDNESDAY, MAY 31, 2017**
**IN TORONTO, ONTARIO**

**REPORT OF VOTING RESULTS**

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, the matters voted upon, and the outcome of voting, at the Meeting are as follows:

1. Election of Directors

The six nominees set forth in the Management Information Circular of the Corporation, dated March 29, 2017 (the "**Circular**") were elected as directors of the Corporation by resolutions passed by a vote held by ballot in respect of each nominee as follows:

| Director | Number and percentage of common shares of the Corporation ("**Shares**") represented in person or by proxy and entitled to vote at the Meeting that were voted FOR | Number and percentage of Shares represented in person or by proxy and entitled to vote at the Meeting that were WITHELD from voting |
|---|---|---|
| Paul M. Walker | 116,834,763 (99.86%) | 159,460 (0.14%) |
| Anthony Bihl III | 116,816,363 (99.85%) | 177,860 (0.15%) |
| Kevin Giese | 116,551,452 (99.62%) | 442,771 (0.38%) |
| Guillermo Herrera | 116,816,009 (99.85%) | 178,214 (0.15%) |
| William Stevens | 116,834,863 (99.86%) | 159,360 (0.14%) |
| Masayuki Kaneko | 116,816,009 (99.85%) | 178,241 (0.15%) |

2. Reappointment of Auditor

PricewaterhouseCoopers LLP was reappointed as the auditor of the Corporation, to hold office until the next annual meeting of shareholders of the Corporation, and the directors of the Corporation were authorized to fix the auditor's remuneration, by a resolution passed by a vote held by a show of hands.

**SPECTRAL MEDICAL INC.**

By: _____
Anthony Businskas
Executive Vice President, Chief Financial Officer and Corporate Secretary