

**SPECTRAL MEDICAL INC.
(THE “CORPORATION”)**

**ANNUAL AND SPECIAL MEETING OF THE SHAREHOLDERS (THE “SHAREHOLDERS”)
OF THE CORPORATION (THE “MEETING”)
HELD ON TUESDAY, JUNE 4, 2019
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 27, 2019 (the “**Circular**”) were elected as directors of the Corporation 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 | 124,588,408 (99.49%) | 635,585 (0.51%) |
| Anthony Bihl III | 124,571,259 (99.48%) | 652,734 (0.52%) |
| Kevin Giese | 124,013,959 (99.03%) | 1,210,034 (0.97%) |
| Jun Hayakawa | 124,571,459 (99.48%) | 652,534 (0.52%) |
| Guillermo Herrera | 124,591,459 (99.49%) | 632,534 (0.51%) |
| William Stevens | 124,571,459 (99.48%) | 652,534 (0.52%) |

2. Reappointment of Auditor

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

3. Reapproval of Stock Option Plan

The Stock Option Plan Resolution (as defined and set out in the Circular) to, among other things, re-approve Stock Option Plan V of the Corporation until June 4, 2022 and to confirm and approve all unallocated options issuable thereunder, was approved by disinterested Shareholders by a vote held by ballot.

SPECTRAL MEDICAL INC.

By:



Dr. Paul Walker
President and Chief Executive Officer