



**Tecsyst Inc. (the “Corporation”)  
Annual Meeting of Shareholders  
September 10, 2020**

**Report on Voting Results**

*National Instrument 51-102 – Section 11.3*

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In accordance with s. 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, this report describes the matters voted upon and the outcome of the votes conducted at the annual meeting of the shareholders of the Corporation held on September 10, 2020 (the “Meeting”).

According to the scrutineers’ report, shareholders holding 12,068,027 common shares (the “Common Shares”) were represented at the Meeting in person or by proxy, representing 83.71% of the issued and outstanding Common Shares as of the record date on July 27, 2020.

The following matters were put to a vote:

**Election of Directors**

The following nominees were elected as directors of the Corporation to hold office until the next annual meeting of shareholders or until the election of his successor: Frank J. Bergandi, David Brereton, Peter Brereton, Vernon Lobo, Steve Sasser, David Wayland, John Ensign, David Booth, Rani Hublou and Kathleen Miller.

The matter was put to a vote by ballot and the report on proxies provided by the scrutineers at the Meeting was as follows:

<b><u>Director Nominee</u></b>	<b><u>Number of Votes FOR</u></b>	<b><u>Number of Votes WITHHELD</u></b>	<b><u>Percentage of Total Votes FOR</u></b>	<b><u>Percentage of Total Votes WITHHELD</u></b>
Frank J. Bergandi	10,893,443	1,118,733	90.69%	9.31%
David Brereton	11,470,476	541,700	95.49%	4.51%
Peter Brereton	11,660,251	351,925	97.07%	2.93%
Vernon Lobo	10,894,643	1,117,533	90.70%	9.30%
Steve Sasser	11,658,851	353,325	97.06%	2.94%
David Wayland	10,895,643	1,116,533	90.70%	9.30%
John Ensign	11,312,023	700,153	94.17%	5.83%
David Booth	12,008,141	4,035	99.97%	0.03%
Rani Hublou	12,007,741	4,435	99.96%	0.04%
Kathleen Miller	12,007,741	4,435	99.96%	0.04%

### **Re-Appointment of Auditors**

KPMG LLP, Chartered Accountants, were re-appointed as auditor of the Corporation to hold office until the close of the next annual meeting and the Corporation's board of directors was authorized to fix their remuneration.

The matter was put to a vote by ballot and the report on proxies provided by the scrutineers at the Meeting was as follows:

<b>Number of Votes <u>FOR</u></b>	<b>Number of Votes <u>WITHHELD</u></b>	<b>Percentage of Total <u>Votes FOR</u></b>	<b>Percentage of Total <u>Votes</u> <u>WITHHELD</u></b>
11,829,825	238,202	98.03%	1.97%

### **By-Laws**

The amendments to the Company's By-Laws were adopted to permit the holding of virtual-only shareholder meetings, to increase the quorum for an annual meeting and a special meeting from 20% to 25% of the outstanding shares of the Company carrying voting rights at the meeting and to update the notice and board of directors meetings provisions to allow the use of electronic communication means .

The matter was put to vote by ballot and the report on proxies provided by the scrutineers at the Meeting was as follows:

<b>Number of Votes <u>FOR</u></b>	<b>Number of Votes <u>WITHHELD</u></b>	<b>Percentage of Total <u>Votes FOR</u></b>	<b>Percentage of Total <u>Votes</u> <u>WITHHELD</u></b>
11,779,556	232,620	98.06%	1.94%

September 10, 2020

Tecsys Inc.

(s) Mark J. Bentler

Mark J. Bentler  
Chief Financial Officer and Secretary