



**Tecsyst Inc. (the “Corporation”)
Annual and Special Meeting of Shareholders
September 5, 2024**

Report on Voting Results

National Instrument 51-102 – Section 11.3

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 and special meeting of the shareholders of the Corporation held on September 5, 2024 (the “Meeting”).

According to the scrutineers’ report, shareholders holding 12,226,818 common shares (the “Common Shares”) were represented at the Meeting in person or by proxy, representing 82.61% of the issued and outstanding Common Shares as of the record date on July 19, 2024.

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 or her successor: David Brereton, Peter Brereton, David Booth, Andrew Kirkwood, Vernon Lobo, Kathleen Miller, Steve Sasser, Sripriya Thinagar and Stephany Verstraete.

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

<u>Director Nominee</u>	<u>Number of Votes FOR</u>	<u>Number of Votes AGAINST</u>	<u>Percentage of Total Votes FOR</u>	<u>Percentage of Total Votes AGAINST</u>
David Brereton	11,654,393	486,910	95.99%	4.01%
Peter Brereton	11,720,675	420,628	96.54%	3.46%
David Booth	12,063,968	77,335	99.36%	0.64%
Andrew Kirkwood	11,825,996	315,307	97.40%	2.60%
Vernon Lobo	8,684,187	3,457,116	71.53%	28.47%
Kathleen Miller	12,123,859	17,444	99.86%	0.14%
Steve Sasser	11,213,663	927,640	92.36%	7.64%
Sripriya Thinagar	12,136,847	4,456	99.96%	0.04%
Stephany Verstraete	12,136,962	4,341	99.96%	0.04%

Re-Appointment of Auditors

KPMG LLP, Chartered Accountants, were re-appointed as auditors 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:

<u>Number of Votes FOR</u>	<u>Number of Votes WITHHELD</u>	<u>Percentage of Total Votes FOR</u>	<u>Percentage of Total Votes WITHHELD</u>
12,031,621	195,197	98.40%	1.60%

Approval of Unallocated Options

A resolution approving unallocated options to purchase common shares to a maximum (when taken together with then issued and outstanding options) of no greater than 10% of the then issued and outstanding common shares of the Corporation under the Corporation's stock option plan was adopted.

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

<u>Number of Votes FOR</u>	<u>Number of Votes AGAINST</u>	<u>Percentage of Total Votes FOR</u>	<u>Percentage of Total Votes AGAINST</u>
7,990,948	4,150,355	65.82%	34.18%

Adoption of Advance Notice By-Law

A resolution to approve and ratify By-Law No.2 related to advance notice of director nominations for the Corporation was adopted.

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

<u>Number of Votes FOR</u>	<u>Number of Votes AGAINST</u>	<u>Percentage of Total Votes FOR</u>	<u>Percentage of Total Votes AGAINST</u>
7,062,034	5,079,269	58.17%	41.83%

September 5, 2024

Tecsys Inc.

(s) Mark J. Bentler

Mark J. Bentler
Chief Financial Officer and Secretary