

PATRIOT ONE TECHNOLOGIES INC.
(the “Company”)

**Annual General Meeting of Shareholders Held on
Tuesday, November 5, 2019 (the “Meeting”)**

Report of Voting Results

In accordance with section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations*, this report briefly describes the matters voted upon and the outcome of the votes at the Meeting. Reference is made to the Management Information Circular of the Company dated September 27, 2019 (the “**Circular**”) for details on these matters.

11,726,810 common shares (7.85%) of the 149,468,819 outstanding common shares as at the record date of the Meeting were represented at the Meeting in person or by proxy. The report on voting results is as follows:

1. Election of Directors

As more particularly described in the Circular, there were five nominees to the Company’s board of directors: Martin Cronin, John Gillies, Victoria Calvert, Peter van der Gracht and Scott Shepherd.

According to votes cast by shareholders present in person or by proxy, the shareholders elected Martin Cronin, John Gillies, Victoria Calvert, Peter van der Gracht and Scott Shepherd as directors of the Company for the ensuing year.

The voting results in respect of the election of the Company’s directors was as follows:

Nominee	Votes For	% of Votes For	Votes Withheld	% of Votes Withheld
Martin Cronin	11,643,473	99.29%	83,337	0.71%
John Gillies	11,644,085	99.29%	82,725	0.71%
Victoria Calvert	11,645,085	99.30%	81,725	0.70%
Peter van der Gracht	11,613,985	99.04%	112,825	0.96%
Scott Shepherd	3,473,119	29.62%	8,253,691	70.38%

2. Setting the number of Directors

The resolution to set the number of directors of the Company at 5 was approved

3. Appointment of Davidson & Company LLP as the Company’s Auditors

The appointment of Davidson & Company LLP as the auditor of the Company, to hold office until the next annual meeting of shareholders of the Company, and the authorization of the directors of the Company to fix the auditor’s remuneration, was approved.

4. Approval of Stock Option Plan

The Company's Omnibus Equity Incentive Plan, as more particularly described in the Circular, was approved.

PATRIOT ONE TECHNOLOGIES INC.

Per: "Mike Barnsley"
Mike Barnsley
CFO