

# INPUT CAPITAL CORP

## Special Meeting of Shareholder September 23, 2020

### REPORT OF VOTING RESULTS Pursuant to Section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations*

This report sets out the matters voted upon and the results of the votes conducted at the special meeting (the “**Meeting**”) of holders of shares (the “**Shares**”) of Input Capital Corp. (the “**Corporation**”) held on September 23, 2020.

The total number of shares voting in-person or represented by proxy at the meeting was 37,440,177 shares, representing approximately 69.94% of the Corporation’s issued and outstanding shares, as of the record date of August 24, 2020.

#### Approval of Arrangement Resolution

At the Meeting, shareholders of the Corporation approved a special resolution, the full text of which is set forth in Appendix B to the management information circular of the Corporation dated August 25, 2020 (the “**Circular**”), to approve a plan of arrangement (the “**Arrangement**”) under *The Business Corporations Act* (Saskatchewan) involving the Corporation, Bridgeway National Corp. (“**Bridgeway**”) and its wholly-owned subsidiary (the “**Purchaser**”). Pursuant to the Arrangement, the Purchaser will, among other things, acquire all of the outstanding shares of the Corporation for a price of \$1.75 in cash per Share. Full details of the special resolution and the Arrangement are set out in the Circular and Arrangement Agreement entered into by the Corporation, Bridgeway and the Purchaser on August 12, 2020, each of which is available under the Corporation’s issuer profile at [www.sedar.com](http://www.sedar.com).

The following is a summary of the votes cast by shareholders:

	<b>Total Votes</b>	<b>Voted (%)</b>
Votes For	37,438,413	99.995
Votes Against	1,764	0.005

DATED this 23<sup>rd</sup> date of September, 2020.

**Input Capital Corp.**

Per:

(signed) “*Doug Emsley*”

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Doug Emsley