

QUARTERHILL INC.

Annual General and Special Meeting of the Shareholders held on
May 13, 2024 at 10:00 a.m. (Eastern time) via live audio webcast online

REPORT OF VOTING RESULTS

National Instrument 51-102 - *Continuous Disclosure Obligations* (Section 11.3)

The following sets forth a brief description of each matter which was voted upon at the Annual General and Special Meeting of shareholders of Quarterhill Inc. (the "**Company**") held on May 13, 2024 (the "**Meeting**") and the outcome of the vote.

	<u>Description of Matter Voted Upon</u>	<u>Result of Vote</u>	<u>Report on Proxies</u>	
			<u>Votes For</u>	<u>Votes Against / Withheld</u>
1.	Ordinary resolution fixing the number of directors to be elected at the Meeting at six.	Passed	43,398,046 (98.47%)	673,035 (1.53%)
2.	Ordinary resolution to approve the election of the following nominees to serve as directors of the Company for the ensuing year, or until their successors are duly elected or appointed, subject to the provisions of the <i>Canada Business Corporations Act</i> and articles and by-laws of the Company:			
	Roxanne Anderson	Elected	40,273,746 (91.38%)	3,796,812 (8.62%)
	Rusty Lewis	Elected	43,381,337 (98.43%)	689,744 (1.57%)
	William (Bill) Morris	Elected	43,332,999 (98.33%)	738,082 (1.67%)
	Chuck Myers	Elected	43,400,727 (98.48%)	670,354 (1.52%)
	Pamela Steer	Elected	39,650,435 (89.97%)	4,420,646 (10.03%)
	Anna Tosto	Elected	38,455,606 (87.26%)	5,615,475 (12.74%)
3.	Ordinary resolution to approve the appointment of Ernst & Young Canada LLP as auditors of the Company to hold office until the next annual meeting or until their successors are appointed and to authorize the board of directors to fix their remuneration as such.	Passed	43,788,418 (99.36%)	282,663 (0.64%)
4.	Ordinary resolution to approve, adopt and ratify the proposed amendments to the Company's 2018 Equity Incentive Plan (the " Equity Plan ") and approve the grant of unallocated awards under the Equity Plan.	Passed	40,788,846 (92.55%)	3,282,235 (7.45%)
5.	Ordinary resolution to approve, adopt and ratify the Company's employee share purchase plan.	Passed	41,423,618 (93.99%)	2,647,463 (6.01%)

DATED this 14th day of May, 2024.

QUARTERHILL INC.

Per: (s) "Kyle Chriest"
Kyle Chriest
Chief Financial Officer