

ACCORD FINANCIAL CORP.

ANNUAL GENERAL MEETING OF SHAREHOLDERS

HELD ON MAY 3, 2017

PREPARED BY



COMPUTERSHARE INVESTOR SERVICES INC.
TORONTO

**ACCORD FINANCIAL CORP.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 3, 2017**

FINAL SCRUTINEERS' REPORT

<u> 2 </u> SHAREHOLDERS IN PERSON, REPRESENTING	<u> 1,360 </u> SHARES
<u> 28 </u> SHAREHOLDERS BY PROXY, REPRESENTING	<u> 6,033,253 </u> SHARES
<u> 30 </u> TOTAL SHAREHOLDERS, HOLDING	<u> 6,034,613 </u> SHARES

TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE:	<u> 8,307,713 </u>
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PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING:	<u> 72.64 </u> %
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FLORENCE SMITH
SCRUTINEER



ROXANNE PARSAUD
SCRUTINEER

The figures reported by Computershare in its capacity as Scrutineer represent our tabulation of proxies returned to us by registered shareholders (and voting instruction forms returned directly to us by non-objecting beneficial holders, if applicable) combined with unaudited reports of beneficial holder voting supplied by one or more third parties. As such we are only responsible for and warrant the accuracy of our own tabulation. Computershare is not responsible for and does not warrant the accuracy of the unaudited reports of beneficial holders supplied by third parties.

If Computershare has mailed voting instruction forms directly to non-objecting beneficial holders on behalf of issuers, these have been distributed on the basis of electronic files received by Computershare from intermediaries or their agents. As Computershare has no direct access to intermediary records, Computershare is unable to reconcile the details of non-objecting beneficial ownership as provided to us with the details of intermediary positions within the records of the Canadian Depository for Securities. In some cases, insufficient shares may be held within intermediary positions at the Depository as at record date to support the shares represented by voting instruction forms received directly from non-objecting beneficial holders or returned to us by third parties. In these cases, overvoting rules are applied as directed by the Chair.

In addition, acting on the instructions of the Chair of the meeting, we may have included in our report on attendance, the details of beneficial holders attending in person, whose ownership we cannot directly confirm or verify but which may be supported by documentation such as a voting instruction form supplied by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the instructions from the Chair, delivery of which to Computershare is hereby acknowledged by the recipient of this report, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.

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REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES						PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD/ ABSTAIN	SPOILED	NON VOTE		FOR	AGAINST	WITHHELD/ ABSTAIN
Elect David Beutel as Director	5,905,247	0	3,101	0	124,905		99.95%	0.00%	0.05%
Elect Ken Hitzig as Director	5,800,597	0	107,751	0	124,905		98.18%	0.00%	1.82%
Elect Tom Henderson as Director	5,802,097	0	106,251	0	124,905		98.20%	0.00%	1.80%
Elect Gary Prager as Director	5,905,046	0	3,302	0	124,905		99.94%	0.00%	0.06%
Elect Robert Sandler as Director	5,895,247	0	13,101	0	124,905		99.78%	0.00%	0.22%
Elect John J. Swidler as Director	5,895,247	0	13,101	0	124,905		99.78%	0.00%	0.22%
Elect Stephen Warden as Director	5,896,047	0	12,301	0	124,905		99.79%	0.00%	0.21%
Appointment of Auditors	6,033,152	0	101	0	0		100.00%	0.00%	0.00%

TOTAL SHAREHOLDERS VOTED BY PROXY:

TOTAL SHARES ISSUED & OUTSTANDING:

TOTAL SHARES VOTED:

TOTAL % OF SHARES VOTED:

28
8,307,713
6,033,253
72.62%


FLORENCE SMITH
SCRUTINEER


ROXANNE PARSAUD
SCRUTINEER