

WONDERFI TECHNOLOGIES INC.

REPORT OF VOTING RESULTS

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, the following sets out the matters voted upon at the Annual General Meeting (the “**Meeting**”) of shareholders of WonderFi Technologies Inc. (“**WonderFi**”, or the “**Company**”) held on September 12, 2022. Each of the matters set out below is described in greater detail in the Company’s Management Information Circular (the “**Circular**”) dated July 28, 2022 and in the Company’s public disclosure record available on SEDAR (www.SEDAR.com).

1. Setting the Number of Directors

The resolution to set the number of directors of the Company for the ensuing year at seven (7), who will serve until the end of the next annual shareholder meeting or until their successors are elected or appointed was adopted. The outcome of the proxies received by the Company and the ballots cast was as follows:

Votes For #	Votes Against #
33,794,746	10,484

2. Election of Directors

Each of the persons that stood for nomination at the Meeting were elected as directors of the Company for the ensuing year or until their successor is elected or appointed. The results of the votes cast are set out below:

Nominee	Votes For #	Votes Withheld #
Ben Samaroo	34,427,975	12,521
Dean Skurka	27,938,745	6,501,750
Andrei Poliakov	30,663,198	3,777,298
Stephanie Li (Chair)	34,512,539	17,957
Ameer Rosic	27,954,653	6,485,843
Asha Daniere	34,424,745	15,751
K. Alexia Hefti ⁽¹⁾	N/A	N/A

(1) K. Alexia Hefti did not stand for nomination.

3. Appointment of Auditors

Crowe MacKay LLP resigned as the auditor of WonderFi in August 2022 and Raymond Chabot Grant Thornton LLP was subsequently appointed auditor by the Company. By resolution at the Meeting, shareholders of the Company appointed Raymond Chabot Grant Thornton LLP as the Auditor of WonderFi for the ensuing year, and authorized the directors of the Company to fix the remuneration of the auditor. The outcome of the proxies received by the Company and the ballots cast was as follows:

Votes For #	Votes Against #
32,656,735	2,605,775

4. Articles Amendment Resolution

The resolution to approve the proposed amendment to the articles of the Company in respect of the replacement of Article 15 – *Alternate Directors* with the new Article 15 – *Advance Notice Provisions* as more particularly described in Schedule “A” to Appendix “A” to the Circular was adopted. The outcome of the proxies received by the Company and the ballots cast was as follows:

Votes For #	Votes Against #
34,005,920	434,574

5. Equity Incentive Plan

The resolution to approve certain amendments to the Company's Equity Incentive Plan incidental to the Company's up-listing from the NEO Exchange to the Toronto Stock Exchange; and to reserve common shares of the Company for issuance under the Equity Incentive Plan, was passed. The outcome of the proxies received by the Company and the ballots cast was as follows:

Votes For #	Votes Against #
33,339,818	546,684

Dated: September 13, 2022