

**SPECTRAL MEDICAL INC.
(THE "CORPORATION")**

**ANNUAL AND SPECIAL MEETING OF THE SHAREHOLDERS ("SHAREHOLDERS")
OF THE CORPORATION (THE "MEETING")
HELD ON MONDAY, JUNE 20, 2022
BY WAY OF LIVE AUDIO WEBCAST
AND
IN-PERSON AT THE OFFICES OF STIKEMAN ELLIOTT LLP IN TORONTO**

REPORT OF VOTING RESULTS

In accordance with Section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations*, the matters voted upon and the outcome of voting at the Meeting are as follows:

1. Election of Directors

The five nominees set forth in the management information circular of the Corporation dated May 6, 2022 (the "**Circular**") were elected as directors of the Corporation by a vote held by ballot in respect of each nominee as follows:

Nominee	Votes For	%	Votes Withheld	%
Jan D'Alvise	149,571,805	99.07%	1,407,556	0.93%
Anthony Bihl III	146,903,702	97.30%	4,075,659	2.70%
Jun Hayakawa	149,684,035	99.14%	1,295,326	0.86%
John Nosenzo	146,706,219	97.17%	4,273,142	2.83%
Chris Seto	107,618,247	71.28%	43,361,114	28.72%
William Stevens	143,355,904	94.95%	7,623,457	5.05%
Paul Walker	146,687,019	97.16%	4,292,342	2.84%
James Funk	149,723,493	99.17%	1,255,868	0.83%

2. Reappointment of Auditor

A resolution re-appointing PricewaterhouseCoopers LLP, Chartered Accountants, as auditors of the Corporation was passed. The results of the vote were:

Votes For	%	Votes Withheld	%
158,128,290	99.67%	525,245	0.33%

3. Approval of Consolidation

A special resolution authorizing the future amendment of the articles of the Corporation to consolidate all of the Corporation's issued and outstanding common shares (the "**Shares**"), on the basis of a consolidation ratio in the range of 1 post-consolidation Share for 10 pre-consolidation Shares to 1 post-consolidation Share for 20 pre-consolidation Shares to be selected by the board of directors of the Corporation (the "**Board**"), at such time as the Board so determines within 12 months of the date hereof was passed. The results of the vote were:

Votes For	%	Votes Against	%
115,709,743	72.93%	42,943,791	27.07%

SPECTRAL MEDICAL INC.

By: /s/ Christopher Seto
Christopher Seto
Chief Executive Officer