

**ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS OF
CALIAN GROUP LTD.
REPORT OF VOTING RESULTS**

Report of Voting Results pursuant to section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations (“NI 51-102”).

Following the Annual General and Special Meeting of the holders of common shares (“**Shares**”) of Calian Group Ltd. (the “**Corporation**”) held on February 6, 2020 at the Toronto Stock Exchange, 130 King Street West, Toronto, ON M5X 1J2 (the “**Meeting**”), in accordance with section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

1. Election of Directors

At the Meeting, each of Kenneth Loeb, Richard Vickers, George Weber, Jo-Anne Poirier, Ray Basler, Kevin Ford and Young Park were elected as directors of the Corporation. The outcome of the vote was as follows:

Name of Nominee	Votes For	% Votes For	Votes Withheld	% Votes Withheld
Kenneth Loeb	4,889,755	93.43%	343,672	6.57%
Richard Vickers	5,162,839	98.65%	70,588	1.35%
George Weber	5,225,969	99.86%	7,458	0.14%
Jo-Anne Poirier	5,164,790	98.69%	68,637	1.31%
Ray Basler	5,223,028	99.80%	10,399	0.20%
Kevin Ford	5,225,318	99.85%	8,109	0.15%
Young Park	5,175,547	98.89%	57,880	1.11%

2. Appointment of Auditors

A resolution appointing Deloitte LLP as auditors of the Corporation until the Corporation’s next annual meeting of shareholders and authorizing the directors to set the auditor’s remuneration was approved by a majority of the votes by way of a show of hands.

3. Reapproval and Confirmation of the 2016 Stock Option Plan

According to proxies received and a vote by ballot, the resolution, the full text of which is attached to the Circular for the Meeting, to re-approve the Corporation’s 2016 Stock Option Plan and the unallocated options thereunder was approved. The following is a summary of the votes cast by shareholders of the Corporation represented in person or by proxy at the Meeting:

Votes For		Votes Against	
Number of Votes	Percentage of Votes	Number of Votes	Percentage of Votes
4,496,314	85.84%	741,454	14.16%

4. Reapproval and Confirmation of the 2016 Restricted Share Unit Plan

According to proxies received and a vote by ballot, the resolution, the full text of which was attached to the Circular for the Meeting, to re-approve the Corporation's 2016 Restricted Share Unit Plan was approved. The following is a summary of the votes cast by shareholders of the Corporation represented in person or by proxy at the Meeting:

Votes For		Votes Against	
Number of Votes	Percentage of Votes	Number of Votes	Percentage of Votes
3,745,680	71.51%	1,492,088	28.49%

5. Approval of the 2020 Employee Stock Purchase Plan

According to proxies received and a vote by ballot, the resolution, the full text of which was attached to the Circular for the Meeting, to approve the Corporation's 2020 Employee Stock Purchase Plan was approved by a majority of the votes by way of a show of hands.

6. Approval of the 2020 Shareholder Rights Plan

According to proxies received and a vote by ballot, the resolution, the full text of which was attached to the Circular for the Meeting, to approve the Corporation's 2020 Shareholder Rights Plan was approved by a majority of the votes by way of a show of hands.

On the Corporation's record date, December 9, 2019, it had 7,960,064 issued and outstanding shares. There were 5,237,768 Shares, or 65.71% of the issued and outstanding shares, represented at the Meeting either in person or by proxy. Each of the matters set out above is described in greater detail in the Management Information Circular dated December 11, 2019 provided to the Corporation's shareholders prior to the Meeting and is available on the System for Electronic Document Analysis and Retrieval at www.sedar.com.