

ZCL COMPOSITES INC.
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May 6, 2016

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Securities Commission
Nova Scotia Securities Commission
Prince Edward Island Securities Commission
Securities Commission of Newfoundland & Labrador
The Toronto Stock Exchange

Dear Sirs:

Re: ZCL Composites Inc. - Report on Voting Results

In accordance with Section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations, this report briefly describes the matters voted upon and the outcome of the votes at the Annual General Meeting of Shareholders of ZCL Composites Inc. (the "Corporation") held on May 5, 2016.

<u>Business</u>	<u>Outcome of Vote</u>	<u>Percentage of Votes For</u>	<u>Percentage of Votes Withheld/Against</u>
1. Resolution electing:			
(i) Ronald M. Bachmeier;	Approved	99.8%	0.2%
(ii) D. Bruce Bentley;	Approved	87.4%	12.6%
(ii) Diane Brickner;	Approved	91.4%	8.6%
(iv) Leonard A. Cornez;	Approved	87.4%	12.6%
(v) Anthony Franceschini;	Approved	84.4%	15.6%

Business	Outcome of Vote	Percentage of Votes For	Percentage of Votes Withheld/Against
(vi) Darcy Morris;	Approved	80.5%	19.5%
(vii) Harold A. Roozen;	Approved	80.3%	19.7%
(viii) Ralph B. Young;	Approved	87.1%	12.9%
<p>as directors of the Corporation as further described in the Corporation's management information circular dated March 16, 2016 (the "Circular").</p>			
2. Resolution appointing Ernst & Young LLP, Chartered Accountants, as auditors of the Corporation for the ensuing year and authorizing the directors of the Corporation to fix their remuneration.	Approved	99.6%	0.4%