

KELSO TECHNOLOGIES INC.
(the "Corporation")
Annual General and Special Meeting of Shareholders
June 6, 2024
(the "Meeting")

REPORT OF VOTING RESULTS

Common Shares represented at the Meeting: 26,741,861
Total issued and outstanding Common Shares as at Record Date: 54,443,422
Percentage of issued and outstanding Common Shares represented: 49.12%

The following matters were voted on at the Meeting:

1. Appointment of Auditor

Based on proxies received and votes cast by show of hands during the Meeting, Smythe LLP, Chartered Professional Accountants were appointed as auditors of the Corporation for the ensuing year and the Directors of the Corporation were authorized to fix the remuneration of the auditor, with the following results:

Votes For	% Votes For	Votes Withheld	% Votes Withheld
23,720,829	89.30%	2,841,031	10.70%

2. To set the number of Directors at Six

Based on proxies received and votes cast by show of hands during the Meeting, the number of Directors of the Corporation was set at six, with the following results:

Votes For	% Votes For	Votes Against	% Votes Against
21,923,678	82.54%	4,638,183	17.46%

3. Election of Directors

Based on proxies received and votes conducted by ballot during the Meeting, the following individuals were elected as directors of the Corporation until the next annual shareholders' meeting, with the following results:

Nominee	Votes For	% Votes For	Votes Withheld	% Votes Withheld
James R. Bond	7,362,310	31.92%	15,699,556	68.08%
Anthony Andrukaitis	16,827,105	72.97%	6,234,762	27.03%
Paul Cass	19,116,786	82.89%	3,945,081	17.11%
Laura Roach	17,469,266	75.75%	5,592,601	24.25%
Jesse V. Crews	17,522,047	75.98%	5,539,820	24.02%
Frank Busch	17,521,847	75.98%	5,540,020	24.02%

4. Adoption of Omnibus Equity Incentive Plan

Based on proxies received and votes conducted by ballot during the Meeting, the adoption of the omnibus equity incentive plan was not approved, with the following results:

Votes For	% Votes For	Votes Against	% Votes Against
5,658,981	25.54%	17,402,886	75.46%

5. Approval of Unallocated Options

Based on proxies received and votes conducted by ballot during the Meeting, the unallocated options under the Stock Option Plan, as amended from time to time, were not approved, with the following results:

Votes For	% Votes For	Votes Against	% Votes Against
5,782,050	25.07%	17,279,817	74.93%

6. **Approval of Unallocated RSUs**

Based on proxies received and votes conducted by ballot during the Meeting, the unallocated restricted share units under the Restricted Share Unit Plan were not approved, with the following results:

Votes For	% Votes For	Votes Against	% Votes Against
5,781,933	25.07%	17,279,934	74.93%

7. **Approval of Unallocated DSUs**

Based on proxies received and votes conducted by ballot during the Meeting, the unallocated deferred share units under the Deferred Share Unit Plan were not approved, with the following results:

Votes For	% Votes For	Votes Against	% Votes Against
5,771,595	25.03%	17,293,272	74.97%