

June 2, 2016

**MAXIM POWER CORP. (“MAXIM” or the ‘COMPANY’)
ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS – JUNE 2, 2016**

REPORT ON VOTING RESULTS

National Instrument 51-102 – Section 11.3

Pursuant to section 11.3 of National Instrument 51-102, the following matters were put to a vote at the Annual and Special Meeting of the Shareholders of MAXIM on June 2, 2016. The report on the voting results follows:

FIX NUMBER OF DIRECTORS

By vote by way of a show of hands, the number of directors of the Corporation to be elected at the Annual and Special Meeting of Shareholders held on June 2, 2016, was fixed at Five (5).

Votes For	40,014,790	Shares	99.77%
Votes Against	91,201	Shares	0.23%

ELECTION OF DIRECTORS

A ballot was conducted with respect to the election of the directors to hold office until the next annual meeting of shareholders. According to the proxies received and ballots cast, the following directors were elected to hold office until the next annual meeting of shareholders or until their successors are elected or appointed, unless such office is earlier vacated in accordance with the by-laws of the corporation.

Wiley Auch

Votes For	38,098,451	Shares	96.28%
Votes Withheld	1,470,501	Shares	3.72%

John Bobenic

Votes For	14,764,133	Shares	37.31%
Votes Withheld	24,804,819	Shares	62.69%

M. Bruce Chernoff

Votes For	37,883,851	Shares	95.74%
Votes Withheld	1,685,101	Shares	4.26%

Johann Polz

Votes For	38,083,601	Shares	96.25%
Votes Withheld	1,485,351	Shares	3.75%

W. Brett Wilson

Votes For	37,886,051	Shares	95.75%
Votes Withheld	1,682,901	Shares	4.25%

APPOINTMENT OF THE AUDITOR

By vote by way of a show of hands, KPMG LLP, Chartered Accountants were appointed Auditor of MAXIM.

Votes for	40,103,990	Shares	100%
Votes withheld	2,001	Shares	0.0%

APPROVAL OF UNALLOCATED STOCK OPTIONS

By vote by way of a show of hands, the unallocated stock options were approved.

Votes for	37,834,907	Shares	95.63%
Votes against	1,730,840	Shares	4.37%

MAXIM POWER CORP.

"signed" Michael Mayder

Michael Mayder
Chief Financial Officer