



VIA SEDAR

Delson, April 14, 2016

TO: Autorité des marchés financiers
Ontario Securities Commission

Mesdames:

RE: **Goodfellow Inc.**
Report of Voting Results pursuant to section 11.3 of National Instrument 51-102-
Continuous Disclosure Obligations ("N1 51-102")

Following the annual meeting of shareholders of Goodfellow Inc. (the "Company") held on April 8, 2016 (the "Meeting"), and in accordance with section 11.3 of N1 51-102, we hereby advise you of the following voting results obtained at the Meeting.

Item Voted Upon

Voting Result

- | | |
|--|--|
| 1. Election of the directors of the Company: | <ul style="list-style-type: none">• The nominees proposed by management were elected by a majority of shareholders present at the Meeting on a show of hands. |
| 2. Appointment of KPMG LLP, chartered accountants, as the auditors of the Company and authorization of the directors of the Company to fix their remuneration: | <ul style="list-style-type: none">• KPMG LLP were appointed as the Company's auditors and the directors were authorized to determine their remuneration by a majority of shareholders present at the Meeting on a show of hands. |

Trusting the whole is to your satisfaction, I remain,

Yours truly,

Pierre Lemoine
Vice President and Chief Financial Officer

GOODFELLOW INC.
ASSEMBLÉE GÉNÉRALE ANNUELLE DES ACTIONNAIRES
LE 8 AVRIL 2016

RAPPORT SUR LES PROCURATIONS

RÉSOLUTION	NOMBRE D'ACTIONS					POURCENTAGE D'ACTIONS VOTÉES		
	POUR	CONTRE	ABSTENTION	INVALIDES	SANS VOTE	POUR	CONTRE	ABSTENTION
Stephen A. Jarlowsky	2,177,279	0	79,250	0	0	96.49%	0.00%	3.51%
G. Douglas Goodfellow	2,179,279	0	77,250	0	0	96.58%	0.00%	3.42%
David A. Goodfellow	2,180,279	0	76,250	0	0	96.62%	0.00%	3.38%
Normand Morin	2,254,129	0	2,400	0	0	99.89%	0.00%	0.11%
R. Keith Rattray	1,195,431	0	1,061,098	0	0	52.98%	0.00%	47.02%
Claude Garcia	2,254,027	0	2,502	0	0	99.89%	0.00%	0.11%
Denis Fraser	2,179,879	0	76,650	0	0	96.60%	0.00%	3.40%
Nomination des auditeurs	2,255,429	0	1,100	0	0	99.95%	0.00%	0.05%

NOMBRE D'ACTIONNAIRES AYANT VOTÉ PAR PROCURATION: 71

ACTIONS ÉMISES ET EN CIRCULATION: 8,506,554

ACTIONS VOTÉES: 2,256,529

% D'ACTIONS VOTÉES: 26.53%