

CLARKE INC. (the "Company")

Annual General Meeting of Shareholders held on May 6, 2016

REPORT OF VOTING RESULTS

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*

The following matters were voted on at the Annual General Meeting of Shareholders of the Company held on May 6, 2016. Each of the matters is more fully described in the Company's Management Information Circular dated April 11, 2016, which can be found on the Company's issuer profile on SEDAR at www.sedar.com.

MATTERS VOTED UPON	VOTING RESULTS		
	Outcome of Vote	Votes in Favour	Votes Withheld
1. The election of the following nominees as directors of the Company for the ensuing year or until their successors are elected or appointed:			
(a) George Armoian;	Carried	8,387,018 94.92%	448,721 5.08%
(b) Blair Cook;	Carried	8,643,050 97.82%	192,689 2.18%
(c) Brian Luborsky;	Carried	8,830,841 99.94%	4,898 0.06%
(d) Charles Pellerin; and	Carried	8,659,405 98.00%	176,334 2.00%
(e) Michael Rapps.	Carried	8,593,493 97.26%	242,246 2.74%
2. The appointment of PricewaterhouseCoopers LLP as auditors of the Company for the ensuing year and authorizing the directors to fix their remuneration.	Carried	8,835,238 99.99%	501 0.01%