VIA SEDAR

January 9, 2020

To: British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Securities Commission
Manitoba Securities Commission
Ontario Securities Commission
Administrator of Securities, New Brunswick
Nova Scotia Securities Commission
Securities Commission of Newfoundland
Prince Edward Island Securities Commission

(collectively the "Commissions")

Dear Sir or Madam:

RE: EXFO Inc. (EXFO) – Report of Voting Results pursuant to Section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations ("NI 51-102")

Following the Annual Meeting of Shareholders of EXFO Inc. (the "Corporation") held on January 8, 2020 (the "Meeting") and in accordance with section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

Item Voted upon	Voting Results	
1. Election of Directors	• The nominees proposed by management were elected by a majority of shareholders.	
	% for	**% withheld**
François Côté	99.97	0.03
Germain Lamonde	99.99	0.01
Angela Logothetis	99.99	0.01
Philippe Morin	99.99	0.01
Claude Séguin	99.97	0.03
Randy E. Tornes	99.97	0.03
2. Appointment of PricewaterhouseCoopers LLP as auditors and the authorization to the Audit Committee to fix their remuneration.	• PricewaterhouseCoopers LLP, chartered accountants were appointed as the Corporation's auditors and the Audit Committee was authorized to determine their remuneration by a majority of shareholders.	
	% for	**% withheld**
	99.96	0.04

Trusting the whole is satisfactory, we remain.

Yours truly,

EXFO Inc.

Benoit Ringuette
General Counsel Corporate Secretary

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