



May 18, 2017

Re: Hammond Power Solutions Inc.

REPORT OF VOTING RESULTS

ANNUAL GENERAL MEETING OF SHAREHOLDERS HELD WEDNESDAY, MAY 17, 2017

In accordance with Section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations, this is a report on the matters put to a vote at the Corporation's Annual General Meeting of Shareholders held on Wednesday, May 17, 2017.

Shareholders voted in favour of all items of business put forth at the meeting, including the appointment of KPMG LLP as its outside auditors and the election of all director nominees as follows:

ELECTION OF DIRECTORS

Name of Director	NUMBER OF SHARES					PERCENTAGE OF VOTES CAST		
	Voted For *	AGAINST	WITH HELD	SPOILED	NON VOTE	FOR %	AGAINST %	WITH HELD %
William G. Hammond	4,365,366	0	1,115,961	0	55,992	79.64	0.00	20.36
Donald H. MacAdam	5,412,227	0	69,100	0	55,992	98.74	0.00	1.26
Douglas V. Baldwin	5,381,527	0	99,800	0	55,992	98.18	0.00	1.82
Grant C. Robinson	5,380,494	0	100,833	0	55,992	98.16	0.00	1.84
David J. FitzGibbon	5,366,312	0	115,015	0	55,992	97.90	0.00	2.10
Dahra Granovsky	5,396,944	0	84,383	0	55,992	98.46	0.00	1.54
Fred M. Jaques	5,351,377	0	129,950	0	55,992	97.63	0.00	2.37
Richard S. Waterman	5,351,377	0	129,950	0	55,992	97.63	0.00	2.37

APPOINTMENT OF KPMG LLP AS AUDITORS

	Voted For *	AGAINST	WITH HELD	SPOILED	NON VOTE	FOR %	AGAINST %	WITH HELD %
	5,532,369	0	4,950	0	0	99.91	0.00	0.09

*As the vote for each motion was taken by a show of hands, the number of votes disclosed reflects only those proxies received by management in advance of the meeting.

HAMMOND POWER SOLUTIONS INC.

Christopher R. Huether
Chief Financial Officer & Corporate Secretary

Dated this 18th day of May, 2017

HAMMOND POWER SOLUTIONS INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 17, 2017

FINAL SCRUTINEERS' REPORT

CLASS A SUBORDINATE VOTING SHARES

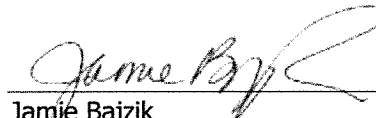
Number of shareholders and proxyholders present in person:	3
Shares represented by shareholders and proxyholders present in person:	2,361
Number of shareholders represented by management proxies:	67
Shares represented by management proxies:	5,537,319
Total shares represented at the meeting:	5,539,680
Total votes represented at the meeting:	5,539,680
Percentage of issued and outstanding shares represented at the meeting:	62.09 %

CLASS B SHARES

Number of shareholders and proxyholders present in person:	0
Shares represented by shareholders and proxyholders present in person:	0
Number of shareholders represented by management proxies:	1
Shares represented by management proxies:	2,778,300
Total shares represented at the meeting:	2,778,300
Total votes represented at the meeting:	11,113,200
Percentage of issued and outstanding shares represented at the meeting:	100.00 %
Total of Class A & B votes represented at the meeting:	16,652,880
Percentage of Class A & B votes represented at the meeting:	83.12 %



Louise Waltenbury
Scrutineer



Jamie Bajzik
Scrutineer

The figures reported by Computershare in its capacity as Scrutineer represent our tabulation of proxies returned to us by registered shareholders (and voting instruction forms returned directly to us by non-objecting beneficial holders, if applicable) combined with unaudited reports of beneficial holder voting supplied by one or more third parties. As such we are only responsible for and warrant the accuracy of our own tabulation. Computershare is not responsible for and does not warrant the accuracy of the unaudited reports of beneficial holders supplied by third parties.

If Computershare has mailed voting instruction forms directly to non-objecting beneficial holders on behalf of issuers, these have been distributed on the basis of electronic files received by Computershare from intermediaries or their agents. As Computershare has no direct access to intermediary records, Computershare is unable to reconcile the details of non-objecting beneficial ownership as provided to us with the details of intermediary positions within the records of the Canadian Depository for Securities. In some cases, insufficient shares may be held within intermediary positions at the Depository as at record date to support the shares represented by voting instruction forms received directly from non-objecting beneficial holders or returned to us by third parties. In these cases, overvoting rules are applied as directed by the Chair.

In addition, acting on the instructions of the Chair of the meeting, we may have included in our report on attendance, the details of beneficial holders attending in person, whose ownership we cannot directly confirm or verify but which may be supported by documentation such as a voting instruction form supplied by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the instructions from the Chair, delivery of which to Computershare is hereby acknowledged by the recipient of this report, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.

**HAMMOND POWER SOLUTIONS INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 17, 2017**

LIST OF SHAREHOLDERS ATTENDING IN PERSON

CLASS A SUBORDINATE VOTING SHARES

NAME	SHARES VOTED IN PERSON	SHARES VOTED BY PROXY
CHRISTOPHER R HUETHER	1,051	0
	300	0 (APPOINTMENT)
WILLIAM G HAMMOND	0	196,890
BARRY KENNETH HAYWOOD	0	10,000
DAWN HENDERSON	0	200
FRED JOHNSON	1,000	0 (APPOINTMENT)
MARY LAUGHLIN	10	0
TOTAL	2,361	207,090
TOTAL APPOINTEES AT MEETING:		2
TOTAL SHAREHOLDERS VOTED IN PERSON:		3
TOTAL SHAREHOLDERS IN ATTENDANCE:		6

**HAMMOND POWER SOLUTIONS INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 17, 2017**

REPORT ON PROXIES

CLASS A SUBORDINATE VOTING SHARES

MOTIONS	NUMBER OF SHARES					PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD
Elect William G. Hammond as Director	4,365,366	0	1,115,961	0	55,992	79.64%	0.00%	20.36%
Elect Donald H. MacAdam as Director	5,412,227	0	69,100	0	55,992	98.74%	0.00%	1.26%
Elect Douglas V. Baldwin as Director	5,381,527	0	99,800	0	55,992	98.18%	0.00%	1.82%
Elect Grant C. Robinson as Director	5,380,494	0	100,833	0	55,992	98.16%	0.00%	1.84%
Elect David J. FitzGibbon as Director	5,366,312	0	115,015	0	55,992	97.90%	0.00%	2.10%
Elect Daira Granovsky as Director	5,396,944	0	84,383	0	55,992	98.46%	0.00%	1.54%
Elect Fred M. Jaques as Director	5,351,377	0	129,950	0	55,992	97.63%	0.00%	2.37%
Elect Richard S. Waterman as Director	5,351,377	0	129,950	0	55,992	97.63%	0.00%	2.37%
Appointment of Auditors	5,532,369	0	4,950	0	0	99.91%	0.00%	0.09%

TOTAL SHAREHOLDERS VOTED BY PROXY: 67
TOTAL SHARES ISSUED & OUTSTANDING: 8,921,624
TOTAL SHARES VOTED: 5,537,319
TOTAL % OF SHARES VOTED: 62.07%


 LOUISE WALENBURY
 SCRUTINEER


 JAMIE BAJZIK
 SCRUTINEER

HAMMOND POWER SOLUTIONS INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 17, 2017

REPORT ON PROXIES

CLASS B SHARES

MOTIONS	NUMBER OF SHARES				PERCENTAGE OF VOTES CAST			
	FOR	AGAINST	WITHHELD	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD
Elect William G. Hammond as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Donald H. MacAdam as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Douglas V. Baldwin as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Grant C. Robinson as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect David J. FitzGibbon as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Dahir Granovsky as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Fred M. Jaques as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Elect Richard S. Waterman as Director	2,778,300	0	0	0	0	100.00%	0.00%	0.00%
Appointment of Auditors	2,778,300	0	0	0	0	100.00%	0.00%	0.00%

TOTAL SHAREHOLDERS VOTED BY PROXY:

1
2,778,300

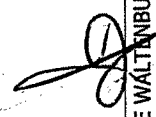
TOTAL SHARES ISSUED & OUTSTANDING:

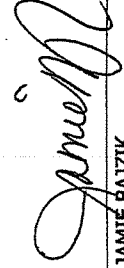
2,778,300

TOTAL SHARES VOTED:

100.00%

TOTAL % OF SHARES VOTED:


 LOUISE WALTONBURY
 SCRUTINEER


 JAMIE BAJZIK
 SCRUTINEER

HAMMOND POWER SOLUTIONS INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 17, 2017

REPORT ON PROXIES

CLASS A SUBORDINATE VOTING AND CLASS B SHARES - COMBINED VOTES

MOTIONS	NUMBER OF VOTES					PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD
Elect William G. Hammond as Director	15,478,566	0	1,115,961	0	55,992	93.28%	0.00%	6.72%
Elect Donald H. MacAdam as Director	16,525,427	0	69,100	0	55,992	99.58%	0.00%	0.42%
Elect Douglas V. Baldwin as Director	16,494,727	0	99,800	0	55,992	99.40%	0.00%	0.60%
Elect Grant C. Robinson as Director	16,493,694	0	100,833	0	55,992	99.39%	0.00%	0.61%
Elect David J. FitzGibbon as Director	16,479,512	0	115,015	0	55,992	99.31%	0.00%	0.69%
Elect Dahnra Granovsky as Director	16,510,144	0	84,383	0	55,992	99.49%	0.00%	0.51%
Elect Fred M. Jaques as Director	16,464,577	0	129,950	0	55,992	99.22%	0.00%	0.78%
Elect Richard S. Waterman as Director	16,464,577	0	129,950	0	55,992	99.22%	0.00%	0.78%
Appointment of Auditors	16,645,569	0	4,950	0	0	99.97%	0.00%	0.03%

TOTAL HOLDERS VOTED BY PROXY:

68

TOTAL VOTES OUTSTANDING:

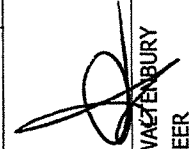
20,034,824

TOTAL VOTES VOTED:

16,650,519

TOTAL % OF VOTES VOTED:

83.11%


 LOUISE WACTENBURY
 SCRUTINEER


 JAMIE/BAJZIK
 SCRUTINEER