

WALDRON ENERGY CORPORATION

Annual General Meeting of the Holders of Common Shares of Waldron Energy Corporation held June 26, 2015

REPORT OF VOTING RESULTS

National Instrument 51-102 – Continuous Disclosure Obligations

In accordance with Section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations*, the following sets out the matters voted on and the outcome of the vote at the Annual General Meeting of Shareholders of Waldron Energy Corporation ("**Waldron**") held on Friday, June 26, 2015:

Description of Matter	Outcome of Vote	Votes For	Votes Withheld or Against
1. Ordinary resolution to approve fixing the number of directors to be elected at the meeting at four (4).	Carried ⁽¹⁾	N/A	N/A
2. Ordinary resolution to approve the election of the following persons to hold office until the next annual general meeting of shareholders or until their successors are elected or appointed. The results of the proxies submitted were as follows:			
(a) Ernie Sapiuha	Elected ⁽²⁾	14,912,953 (74.61%)	5,074,000 (25.39%)
(b) Donald F. Archibald	Elected ⁽²⁾	14,907,653 (74.59%)	5,079,300 (25.41%)
(c) David R. J. Lefebvre	Elected ⁽²⁾	14,906,953 (74.58%)	5,080,000 (25.42%)
(d) John E. Zahary	Elected ⁽²⁾	14,913,653 (74.62%)	5,073,300 (25.38%)
3. Ordinary resolution to approve the appointment of KPMG LLP as auditors of Waldron for the ensuing year and authorizing the Board of Directors of Waldron to fix the auditors remuneration.	Elected ⁽²⁾	16,217,668 (76.27%)	5,045,600 (23.73%)

Notes:

(1) Vote conducted by show of hands.

(2) Vote conducted by way of ballot.