



TEMPLE HOTELS INC.

Report of Voting Results Pursuant to Section 11.3 of National Instrument 51-102 - Continuous Disclosure Obligations

In respect of the special meeting of holders of 7.25% series E convertible redeemable subordinated debentures (the “Debentures”) of Temple Hotels Inc. (the “Corporation”) held on September 28, 2017 (the “Meeting”), the following sets forth the matter that was voted upon at the Meeting and the outcome of the vote.

Extraordinary Resolution

To approve an extraordinary resolution (as such term is defined in the Indenture (as defined below)) that:

- (a) the amendments to the trust indenture dated February 15, 2007 (the “Original Indenture”) between a predecessor to the Corporation and CIBC Mellon Trust Company (the “Debenture Trustee”), as amended by the fourth supplemental indenture to the Original Indenture dated August 8, 2012 between a predecessor to the Corporation and the Debenture Trustee (the “Fourth Supplemental Indenture”) and as further amended by a further supplemental trust indenture to the Fourth Supplemental Indenture dated December 31, 2012 between the Corporation, a predecessor to the Corporation and the Debenture Trustee (the “Further Supplemental Indenture”) (the Original Indenture, the Fourth Supplemental Indenture and the Further Supplemental Indenture are referred to herein collectively as the “Indenture”) governing the Debentures to:
 - (i) EXTEND the maturity date from September 30, 2017 to September 30, 2020;
 - (ii) DECREASE the conversion price from \$40.08 to \$9.75 per common share of the Corporation (representing a conversion rate of approximately 102.5641 common shares per \$1,000 principal amount of amended Debentures);
 - (iii) PERMIT the Corporation to redeem the amended Debentures, in whole or in part, at any time up to September 30, 2020, at a price equal to the principal amount thereof plus accrued and unpaid interest to, but excluding the date of the redemption; and
 - (iv) PERMIT the Corporation to redeem \$2,258,200 principal amount of Debentures effective September 30, 2017 on a pro rata basis without further notice or other communication to holders of Debentures;

all as described in the management information circular (the “Circular”) of the Corporation dated August 21, 2017 and a press release of the Corporation dated September 19, 2017, and to be set forth in a second further supplemental trust indenture to be entered into by the Corporation and the Debenture Trustee substantially in the form attached as Appendix B to the Circular with such minor amendments as any officer or director of the Corporation may approve. The votes for and against this resolution were as follows:

<u>Votes For</u>	<u>%</u>	<u>Votes Against</u>	<u>%</u>
18,872,300	68.3	8,741,000	31.7