GOODFOOD MARKET CORP.

TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

RE: Report of Voting Results pursuant to section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations* ("NI 51-102")

Following the annual and special meeting of shareholders (the "**Meeting**") of Goodfood Market Corp. (the "**Corporation**") held on January 11, 2018, and in accordance with section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

1. Election of Directors

The five (5) nominees for director proposed by management of the Corporation were elected by a majority of shareholders on a vote by show of hands. The proxies received for each nominee were as follows:

Nominee	Votes For	Votes Withheld	Percentage of Votes For	Percentage of Votes Withheld
Jonathan Ferrari	33,496,019	1,000	99.997%	0.003%
Neil Cuggy	33,496,019	1,000	99.997%	0.003%
Hamnett Hill	33,496,019	1,000	99.997%	0.003%
Guy LeBlanc	33,496,019	1,000	99.997%	0.003%
Donald Olds	33,496,019	1,000	99.997%	0.003%

2. Appointment of Auditors

KPMG LLP, Chartered Professional Accountants, were appointed as auditors of the Corporation on a vote by show of hands. The proxies received were as follows:

Votes For	Votes Withheld	Percentage of Votes For	Percentage of Votes Withheld
33,718,694	25	100%	0%

3. Ratification, Confirmation and Approval of the By-Laws of the Company

The new general by-laws of the Company, on a vote by show of hands were approved and confirmed as the general by-laws of the Company in replacement of the previous By-law No. 1. The proxies received were as follows:

Votes For	Votes Against	Percentage of Votes For	Percentage of Votes Against
33,094,009	403,010	98.797%	1.203%

4. Amendments to the Articles to Relocate Company's Registered Office to Québec

The proposed amendments to the articles of the Company to relocate the registered office to Québec were also approved on a vote by show of hands. The proxies received were as follows:

Votes For	**Votes Against**	**Percentage of Votes For**	**Percentage of Votes Against**
33,492,019	5,000	99.985%	0.015%

Signed the 15th day of January, 2018.

GOODFOOD MARKET CORP.

per: *(s) Neil Cuggy*
Chief Operating Officer and Chief Financial Officer