

STINGRAY DIGITAL GROUP INC.
(the “Corporation”)

REPORT OF VOTING RESULTS
Section 11.3 of National Instrument 51-102 -
Continuous Disclosure Obligations (“NI 51-102”)

Following the annual meeting of shareholders of the Corporation held on August 3, 2016 (the “Meeting”), this report discloses the matters voted upon at the Meeting. Reference is made to the management information circular of the Corporation dated June 20, 2016 (the “Circular”).

Election of Directors

On a vote by show of hands, each of the director nominees proposed by management in the Circular was elected as a director of the Corporation. Shares represented by proxy at the Meeting were tabulated as follows:

Director nominee	Outcome	Votes for	% For	Votes withheld	% withheld
Claudine Blondin	elected	182,113,973	99.95%	93,300	0.05%
Eric Boyko	elected	182,113,523	99.95%	93,750	0.05%
L. Jacques Ménard, C.C., O.Q.	elected	177,477,623	97.40%	4,729,650	2.60%
Jacques Parisien	elected	182,115,573	99.95%	91,700	0.05%
Mark Pathy	elected	181,973,792	99.87%	233,481	0.13%
Gary S. Rich	elected	181,975,692	99.87%	231,581	0.13%
François-Charles Sirois	elected	181,975,768	99.87%	231,505	0.13%
Robert G. Steele	elected	182,110,633	99.95%	96,640	0.05%
Pascal Tremblay	elected	182,113,309	99.95%	93,964	0.05%

Appointment of Auditor

On a vote by show of hands, shareholders appointed KPMG LLP, Chartered Accountants, as the independent auditor of the Corporation for the next year and the directors were authorized to fix its remuneration. Shares represented by proxy at the Meeting were tabulated as follows:

Votes for	% for	Votes withheld	% withheld
182,114,833	99.95%	92,440	0.05%

Approval of the Performance Share Unit Plan (the “PSU Plan”)

On a vote by show of hands, shareholders passed a resolution as described in the Circular to approve the PSU Plan and the Performance Share Units conditionally granted, and to reserve Subordinate Voting Shares of the Corporation from treasury for issuance pursuant to the PSU Plan. Shares represented by proxy at the Meeting were tabulated as follows:

Votes for	% for	Votes against	% against
175,565,887	96.36%	6,641,386	3.64%