

**Spin Master Corp.
(the “Company”)**

Annual Meeting of Shareholders

May 4, 2023

REPORT OF VOTING RESULTS

*National Instrument 51-102 – Continuous Disclosure Obligations
Section 11.3*

Matters Voted Upon

Business

Outcome of Vote

1. Election of each director nominee proposed in the Management Information Circular of the Company dated March 13, 2023, to hold office until the close of the next annual meeting of the Company’s shareholders or until the director’s successor is elected or appointed, unless such office is earlier vacated in accordance with the Company’s by-laws:

Each nominee was elected as a director of the Company.

Nominee	Votes For	% Votes For	Votes Withheld	% Votes Withheld
Michael Blank	712,617,218	99.85%	1,047,166	0.15%
W. Edmund Clark, C.M.	711,189,704	99.65%	2,474,680	0.35%
Jeffrey I. Cohen	706,950,860	99.06%	6,713,524	0.94%
Reginald Fils-Aimé	712,600,112	99.85%	1,064,272	0.15%
Kevin Glass	711,234,000	99.66%	2,430,384	0.34%
Ronnen Harary	708,590,876	99.29%	5,073,508	0.71%
Dina R. Howell	712,762,127	99.87%	902,257	0.13%
Christina Miller	713,168,603	99.93%	495,781	0.07%
Anton Rabie	710,180,425	99.51%	3,483,959	0.49%
Max Rangel	712,715,161	99.87%	949,223	0.13%
Christi Strauss	713,200,405	99.93%	463,979	0.07%
Ben Varadi	710,180,307	99.51%	3,484,077	0.49%
Charles Winograd	698,378,179	97.86%	15,286,205	2.14%

Business**Outcome of Vote**

2. Appointment of Deloitte LLP as the auditor of the Company, to hold office until the close of the next annual meeting of the Company's shareholders or until a successor is duly appointed, and that the board of directors be authorized to fix the auditor's remuneration.

The appointment of Deloitte LLP to serve as the auditor of the Company was approved.

Votes For	% Votes For	Votes Withheld	% Votes Withheld
709,766,674	99.26%	5,260,992	0.74%

3. Approval of a non-binding advisory resolution on the Company's approach to executive compensation.

The non-binding advisory resolution on the Company's approach to executive compensation was approved.

Votes For	% Votes For	Votes Against	% Votes Against
713,372,904	99.96%	291,480	0.04%