

**AECON GROUP INC.**

(the “Corporation”)

**Annual Meeting of Shareholders**

**Held on June 29, 2017**

**REPORT OF VOTING RESULTS**

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

**Matters Voted Upon**

<b><u>Business</u></b>	<b><u>Outcome</u></b>	<b><u>Results of Ballot or Proxy as Applicable</u></b>	
		<b><u>FOR:</u></b>	<b><u>WITHELD OR AGAINST</u></b>
1. The election of the following nine Directors of the Corporation to hold office until the next Annual Meeting of Shareholders or until their successors are appointed, subject to the provisions of the Corporation’s by-laws.	On a vote by ballot, the nominees proposed by management were elected by a majority of Shareholders.		
a) John M. Beck		99.71%	0.29%
b) Michael A. Butt		94.19%	5.81%
c) Joseph A. Carrabba		94.01%	5.99%
d) Anthony P. Franceschini		95.90%	4.10%
e) J.D. Hole		99.71%	0.29%
f) Susan Wolburgh Jenah		99.20%	0.80%
g) Eric Rosenfeld		84.34%	15.66%
h) Monica Sloan		98.83%	1.17%
i) The Hon. Brian V. Tobin P.C., O.C.		99.03%	0.97%

	<u>Business</u>	<u>Outcome</u>	<u>Results of Ballot or Proxy as Applicable</u>	
			<u>FOR:</u>	<u>WITHELD OR AGAINST</u>
2.	The ordinary resolution to approve By-law No. 2, adopting advance notice requirements for nominations of directors by shareholders, as disclosed in the Corporation's Management Information Circular dated May 30, 2017.	On a show of hands, the resolution approving By-law No. 2 was passed by a majority of Shareholders.	97.56%	2.44%
3.	The non-binding advisory resolution to accept management's approach to executive compensation as disclosed in the Corporation's Management Information Circular dated May 30, 2017.	On a vote by ballot, the non-binding advisory resolution to accept management's approach to executive compensation was passed by a majority of Shareholders.	79.04%	20.96%
4.	The appointment of PricewaterhouseCoopers LLP as the auditors of the Corporation and the authorization of the directors to fix the remuneration of auditors of the Corporation.	On a show of hands, the resolution appointing PricewaterhouseCoopers LLP as the Corporation's auditors and authorizing the directors to fix the remuneration of the auditors was passed by a majority of Shareholders.	97.40%	2.60%

DATED at Toronto, this 29<sup>th</sup> day of June, 2017.

**AECON GROUP INC.**

By:

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Yonni Fushman  
Executive Vice President & Chief Legal  
Officer and Secretary