

**GIVEX CORP.**  
**(the “Corporation”)**

**Annual and Special Meeting of the Shareholders of  
the Corporation held on May 10, 2024 (the “Meeting”)**

**REPORT ON VOTING RESULTS**

*Pursuant to Section 11.3 of National Instrument 51-102 Continuous Disclosure  
Obligations (“NI 51-102”)*

**General**

The total number of common shares of the Corporation represented in person or by proxy at the Meeting was 78,975,887 which represented 61.69% of the 128,012,046 common shares of the Corporation that were outstanding on April 3, 2024.

**1. Election of Directors**

A ballot was conducted with respect to the election of directors. According to the proxies received and ballots cast, Don Gray, Jim Woodside, Robert Munro, Miles Evans, Michael Carr and Divya Kulkarni were elected as directors of the Corporation until the next annual meeting of the shareholders of the Corporation, with the following results:

<b>Name of Nominee</b>	<b>Percentage of Votes For</b>	<b>Percentages of Votes Withheld</b>
Don Gray	73.84%	26.16%
Jim Woodside	73.84%	26.16%
Robert Munro	73.81%	26.19%
Miles Evans	76.27%	23.73%
Michael Carr	76.27%	23.73%
Divya Kulkarni	76.27%	23.73%

**2. Re-Appointment of Auditor**

A ballot was conducted with respect to the re-appointment of KPMG LLP (“KPMG”) as the Corporation’s auditors. According to the proxies received and ballots cast, KPMG was re-appointed as the Corporation’s auditors with the following results:

<b>Percentage of Votes For</b>	<b>Percentages of Votes Withheld</b>
100.00%	0.00%

### 3. Warrant Extension Resolution

A ballot was conducted with respect to the Warrant Extension Resolution, being a resolution to extend 190,080 common share purchase warrants of the Corporation of certain insiders as disclosed in the Corporation's Management Information Circular dated March 28, 2024, was approved by a majority of the votes cast by disinterested shareholders present and voting by ballot or represented by proxy at the Meeting. According to the proxies received and ballots cast, the Warrant Extension Resolution was approved with the following results:

Percentage of Votes For	Percentages of Votes Against
99.47%	0.53%

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DATED at Toronto, Ontario, this 10<sup>th</sup> day of May, 2024.

**GIVEX CORP.**

(signed) "*Jeff Hergott*"

By: Jeff Hergott  
Corporate Secretary