



NFI GROUP INC.

Reporting of Voting Results
(Section 11.3 of National Instrument 51-102)

The following describes the matters voted upon and the outcome of the votes at the Annual and Special Meeting of the Shareholders of NFI Group Inc. (the “Corporation”) held on Thursday May 4, 2023:

1. Appointment of Auditors

A vote was conducted for the resolution to appoint Deloitte LLP as auditors of the Corporation until the next Annual Meeting and to authorize the board of directors to fix the remuneration of the auditors. Deloitte LLP were appointed auditors.

| VOTES FOR | % FOR | VOTES WITHHELD | % WITHHELD |
|------------------|--------------|-----------------------|-------------------|
| 45,399,752 | 99.09% | 416,031 | 0.91% |

2. Election of Directors

A vote was conducted for the resolution to elect nine directors of the Corporation until the next Annual Meeting. The following nominees were elected as directors:

| Name of Nominee | Votes For | % For | Votes Withheld | % Withheld |
|----------------------------|------------------|--------------|-----------------------|-------------------|
| Phyllis Cochran | 44,581,468 | 99.47% | 239,276 | 0.53% |
| Larry Edwards | 44,544,510 | 99.38% | 276,234 | 0.62% |
| Adam Gray | 44,499,795 | 99.28% | 320,949 | 0.72% |
| Krystyna Hoeg | 44,374,978 | 99.01% | 445,766 | 0.99% |
| Wendy Kei | 44,414,277 | 99.09% | 406,467 | 0.91% |
| Paulo Cezar da Silva Nunes | 44,378,814 | 99.01% | 441,930 | 0.99% |
| Colin Robertson | 44,576,896 | 99.46% | 243,848 | 0.54% |
| Paul Soubry | 44,578,942 | 99.46% | 241,802 | 0.54% |
| Jannet Walker-Ford | 44,372,762 | 99.00% | 447,982 | 1.00% |
| Katherine Winter | 44,446,843 | 99.17% | 373,901 | 0.83% |

3. **Fourth Amended and Restated Shareholder Rights Plan**

A vote was conducted for a resolution to continue, amend and restate the Third Amended and Restated Shareholder Rights Plan Agreement dated May 7, 2020 between the Corporation and Computershare Investor Services Inc. The resolution was passed.

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST |
|------------|--------|---------------|-----------|
| 44,482,320 | 99.24% | 338,424 | 0.76% |

4. **Approach to Executive Compensation**

A vote was conducted for an advisory resolution on the approach to executive compensation. The resolution was passed.

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST |
|------------|--------|---------------|-----------|
| 44,144,438 | 98.49% | 676,306 | 1.51% |

Dated this 4th day of May 2023.

NFI GROUP INC.

Per: “Colin Pewarchuk”
 Name: Colin Pewarchuk
 Title: Executive Vice President, General Counsel
 and Corporate Secretary