



**ANNUAL MEETING OF COMMON SHAREHOLDERS OF RF CAPITAL GROUP INC.  
HELD THURSDAY, MAY 4, 2023**

*Pursuant to Section 11.3 of National Instrument 51-102 Continuous Disclosure Obligations*

**REPORT OF VOTING RESULTS**

The following matters were voted on at the Annual General Meeting of Common Shareholders (the Meeting) of RF Capital Group Inc. (RF Capital or the Company) held in person on Thursday, May 4, 2023, at the Toronto Region Board of Trade. Full details of the matters are set out in the Notice of Meeting and Management Information Circular dated March 20, 2023 (the 2023 Circular), which was made available to shareholders prior to the Meeting and can be accessed at [www.meetingdocuments.com/TSXT/RCG](http://www.meetingdocuments.com/TSXT/RCG), on our corporate website <https://richardsonwealth.com/investor-relations/> and on SEDAR at [www.sedar.com](http://www.sedar.com).

The board of directors and management of RF Capital recommended that shareholders vote: (i) FOR the election as director of each of the ten nominees listed in the 2023 Circular; and (ii) FOR the appointment of KPMG LLP as auditors of the Company.

**1. Election of Directors**

Each of the ten nominees listed in the 2023 Circular was elected to serve as a director of the Company until the next annual meeting or until their successor is elected or appointed, with the outcome of the vote being as follows:

<b>Nominee</b>	<b>Votes For</b>	<b>% of Votes For</b>	<b>Votes Withheld</b>	<b>% of Votes Withheld</b>
Nathalie Bernier	8,174,907	90.97%	811,454	9.03%
David G. Brown	8,194,833	91.19%	791,528	8.81%
Vincent Duhamel	8,198,095	91.23%	788,266	8.77%
David C. Ferguson	8,195,047	91.19%	791,314	8.81%
Kishore Kapoor	8,131,095	90.48%	855,266	9.52%
David G. Leith	8,141,422	90.60%	844,939	9.40%
Jane Mowat	8,198,105	91.23%	788,256	8.77%
David J. Porter	8,224,504	91.52%	761,857	8.48%
H. Sanford Riley	8,178,555	91.01%	807,806	8.99%
Donald A. Wright	8,147,273	90.66%	839,088	9.34%

**2. Appointment of Auditors**

KPMG LLP was re-appointed as the external auditors of the Company for the 2023 fiscal year, with the outcome of the vote being as follows:

<b>Votes For</b>	<b>% of Votes For</b>	<b>Votes Withheld</b>	<b>% of Votes Withheld</b>	<b>Total # of Votes</b>
8,505,674	94.59%	486,103	5.41%	8,991,777

**DATED** this 5<sup>th</sup> day of May 2023

Per: "Krista Coburn"  
Name: Krista Coburn  
Title: General Counsel and Corporate Secretary  
RF Capital Group Inc.