



# SNC • LAVALIN

## SNC-LAVALIN GROUP INC. ("SNC-Lavalin")

### Annual Meeting of Shareholders Montreal, Quebec – May 5, 2016

#### REPORT OF VOTING RESULTS

In accordance with section 11.3 of National Instrument 51-102 - *Continuous Disclosure Obligations*

The following matters were voted on at the Annual Meeting of Shareholders of SNC-Lavalin held on May 5, 2016. A ballot was conducted with respect to each matter voted on at the meeting.

#### 1. Election of Directors

Each of the ten (10) nominees proposed by management was elected as a Director.

Nominee	Votes For	% For	Votes Withheld	% Withheld
Jacques Bougie	94,572,937	91.70%	8,560,151	8.30%
Neil Bruce	102,794,311	99.67%	338,777	0.33%
Patricia A. Hammick	102,783,754	99.66%	349,334	0.34%
Steven L. Newman	102,813,537	99.69%	319,551	0.31%
Jean Raby	102,783,025	99.66%	350,063	0.34%
Alain Rhéaume	101,832,844	98.74%	1,300,244	1.26%
Chakib Sbiti	102,827,250	99.70%	305,838	0.30%
Eric D. Siegel	102,809,548	99.69%	323,540	0.31%
Zin Smati	102,632,695	99.51%	500,393	0.49%
Lawrence N. Stevenson	102,033,879	98.93%	1,099,209	1.07%

#### 2. Appointment of Independent Auditor

Deloitte LLP was appointed as independent auditor.

Votes For	% For	Votes Withheld	% Withheld
103,008,311	99.61%	403,830	0.39%

3. **Adoption of a resolution providing for a non-binding advisory vote on SNC-Lavalin's approach to executive compensation**

<b>Votes For</b>	<b>% For</b>	<b>Votes Against</b>	<b>% Against</b>
100,076,462	97.04%	3,056,196	2.96%

4. **Shareholder Proposal Re: Representation of Women**

<b>Votes For</b>	<b>% For</b>	<b>Votes Against</b>	<b>% Against</b>
3,226,019	3.13%	99,905,918	96.87%

DATED at Montréal, Quebec, this 5<sup>th</sup> day of May, 2016.

**SNC-LAVALIN GROUP INC.**

*/s/ Arden R. Furlotte* \_\_\_\_\_

Arden R. Furlotte

Vice-President and Corporate Secretary