

**PENDER SMALL CAP OPPORTUNITIES FUND
PROXY VOTING RECORD - JULY 1, 2018 TO JUNE 30, 2019**



NAME OF ISSUER	MEETING DATE	LIST OF MATTERS VOTED ON AT MEETING	MATTERS PROPOSED BY MANAGEMENT / OTHER	HOW WE VOTED ON MATTERS	VOTE FOR / AGAINST MANAGEMENT
ARITZIA INC.	10-Jul-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		APPROVAL OF THE AMENDMENT AND RENEWAL OF THE COMPANY'S STOCK OPTION PLAN AND GRANTING OF UNALLOCATED OPTIONS, AS MORE FULLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR IN RESPECT OF THE MEETING.	MANAGEMENT	FOR	FOR
		APPROVAL AND RATIFICATION OF THE OF THE EXTENSION OF THE EXPIRY DATE OF CERTAIN STOCK OPTIONS HELD BY THE COMPANY'S PRESIDENT AND CHIEF OPERATING OFFICER, AS MORE FULLY DESCRIBED IN THE MANAGEMENT CIRCULAR IN RESPECT OF THE MEETING.	MANAGEMENT	FOR	FOR
INDIGO BOOKS & MUSIC INC.	17-Jul-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		THE APPOINTMENT OF ERNST & YOUNG LLP AS THE AUDITOR OF THE CORPORATION AND IN AUTHORIZING THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITOR.	MANAGEMENT	FOR	FOR
VIGIL HEALTH SOLUTIONS INC.	22-Aug-18	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR.	MANAGEMENT	N/A	N/A
INSCAPE CORPORATION	12-Sep-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		IN RESPECT OF THE APPOINTMENT OF AUDITOR AND AUTHORIZING TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
MEDIAGRIF INTERACTIVE TECHNOLOGIES INC.	12-Sep-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF DELOITTE LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX ITS REMUNERATION	MANAGEMENT	FOR	FOR
DEANS KNIGHT INCOME CORPORATION	3-Oct-18	TO SET THE NUMBER OF DIRECTORS AT (3) THREE.	MANAGEMENT	FOR	FOR
		ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
EGAIN CORPORATION	27-Nov-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPROVAL, ON A NON-BINDING ADVISORY BASIS, OF THE COMPENSATION OF OUR EXECUTIVE OFFICERS	MANAGEMENT	FOR	FOR
		RATIFICATION OF THE APPOINTMENT OF BPM LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	MANAGEMENT	FOR	FOR
CORTEX BUSINESS SOLUTIONS INC.	5-Dec-18	TO SET THE NUMBER OF DIRECTORS AT SIX (6).	MANAGEMENT	N/A	N/A
		ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		APPOINTMENT OF PRICEWATERHOUSECOOPERS, LLP CHARTERED ACCOUNTANTS AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
		TO APPROVE THE RATIFICATION OF THE 2019 STOCK OPTION PLAN OF THE CORPORATION, AS FURTHER DESCRIBED IN THE INFORMATION CIRCULAR.	MANAGEMENT	N/A	N/A
		TO APPROVE THE 2019 DEFERRED SHARE UNIT PLAN OF THE CORPORATION, AS FURTHER DESCRIBED IN THE INFORMATION CIRCULAR.	MANAGEMENT	N/A	N/A

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PEDIAPHARM	12-Dec-18	TO FIX THE NUMBER OF DIRECTORS AT SEVEN (7)	MANAGEMENT	FOR	FOR
		ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERSLLP, CHARTERED ACCOUNTANTS AS AUDITORS OF THE CORPORATION FOR THE ENSURING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION	MANAGEMENT	FOR	FOR
		CONSIDER AND, IF DEEMED ADVISABLE, ADOPT THE FOLLOWING RESOLUTIONS: "BE IT RESOLVED TO RATIFY AND CONFIRM THE OMNIBUS PLAN OF THE CORPORATION CURRENTLY IN FORCE AND TO AUTHORIZE ANY DIRECTOR OR OFFICER OF THE CORPORATION TO TAKE ALL NECESSARY ACTIONS TO GIVE EFFECT TO THE FOREGOING."	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF THOUGHT ADVISABLE, TO PASS, BY ORDINARY RESOLUTION OF DISINTERESTED SHAREHOLDERS, AND SUBJECT TO TSXV APPROVAL, THE APPROVAL OF GRANTS UP TO 20% OF THE OPTIONS TO BE GRANTED PURSUANT TO THE OMNIBUS PLAN TO INSIDERS (OR SUCH LOWER PERCENTAGE APPROVED BY THE TSXV), SUCH GRANTS REPRESENTING MORE THAN 10% OF THE TOTAL ISSUED AND OUTSTANDING COMMON SHARES, AS MORE FULLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF THOUGHT ADVISABLE, TO PASS, BY ORDINARY RESOLUTION OF DISINTERESTED SHAREHOLDERS AND SUBJECT TO TSXV APPROVAL, THE APPROVAL OF GRANTS TO CERTAIN INSIDERS, EACH GRANT REPRESENTING MORE THAN 1% OF THE TOTAL ISSUED AND OUTSTANDING COMMON SHARES AS OF THE DATE HEREAT, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED ADVISABLE, PASS A SPECIAL RESOLUTION AUTHORIZING A CHANGE OF NAME OF THE CORPORATION TO "MEDEXUS PHARMACEUTICALS INC.", OR SUCH OTHER NAME AS THE BOARD OF DIRECTORS OF THE CORPORATION (THE "BOARD"), IN ITS SOLE DISCRETION DEEMS APPROPRIATE, AS MORE FULLY DESCRIBED IN THE CIRCULAR	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED ADVISABLE, PASS A SPECIAL RESOLUTION AUTHORIZING THE CONSOLIDATION OF THE ISSUED AND OUTSTANDING COMMON SHARES OF THE CORPORATION ON THE BASIS OF ONE (1) NEW COMMON SHARE FOR EVERY FIFTEEN (15) OLD COMMON SHARES, OR SUCH OTHER RATIO AS THE BOARD, IN ITS SOLE DISCRETION, DEEMS APPROPRIATE, AS MORE FULLY DESCRIBED IN THE CIRCULAR	MANAGEMENT	FOR	FOR

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ABSOLUTE SOFTWARE CORPORATION	13-Dec-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPROVAL OF FIXING THE NUMBER OF DIRECTORS AT SIX	MANAGEMENT	FOR	FOR
		APPOINTMENT OF DELOITTE LLP AS AUDITORS			
		APPROVAL OF THE AMENDMENTS TO THE COMPANY'S SHARE OPTION PLAN	MANAGEMENT	FOR	FOR
		APPROVAL OF UNALLOCATED ENTITLEMENTS UNDER THE COMPANY'S SHARE OPTION PLAN	MANAGEMENT	FOR	FOR
		APPROVAL OF THE AMENDMENTS TO THE COMPANY'S PERFORMANCE AND RESTRICTED SHARE UNIT PLAN	MANAGEMENT	FOR	FOR
		APPROVAL OF UNALLOCATED ENTITLEMENTS UNDER THE COMPANY'S PERFORMANCE AND RESTRICTED SHARE UNIT PLAN.	MANAGEMENT	FOR	FOR
SYMBILITY SOLUTIONS INC.	13-Dec-18	TO CONSIDER, PURSUANT TO AN INTERIM ORDER OF THE COURT OF QUEEN'S BENCH OF ALBERTA DATED NOVEMBER 13, 2018 AND, IF DEEMED ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN SCHEDULE B TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR DATED NOVEMBER 13, 2018 (THE "CIRCULAR"), APPROVING A PLAN OF ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA), ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	MANAGEMENT	FOR	FOR
SANGOMA TECHNOLOGIES CORPORATION	20-Dec-18	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF MNP LLP CHARTERED ACCOUNTANTS AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER AND, IF DEEMED APPROPRIATE, APPROVE A SIMPLE RESOLUTION OF DISINTERESTED SHAREHOLDERS TO AMEND THE CORPORATION'S STOCK OPTION PLAN BY INCREASING THE AMOUNT OF COMMON SHARES RESERVED AND SET ASIDE FOR ISSUANCE AND AMENDING THE DEFINITION OF "ELIGIBLE PERSONS", AS DESCRIBED IN MORE DETAIL IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR
REAL MATTERS INC.	31-Jan-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO APPOINT DELOITTE LLP AS AUDITORS OF THE CORPORATION TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF THE CORPORATION'S SHAREHOLDERS AND TO AUTHORIZE THE DIRECTORS OF THE CORPORATION TO FIX THE AUDITORS' REMUNERATION.	MANAGEMENT	FOR	FOR

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SIYATA MOBILE INC.	31-Jan-19	TO SET THE NUMBER OF DIRECTORS AT FOUR (4).	MANAGEMENT	FOR	FOR
		ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF DAVIDSON & COMPANY LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO RE-APPROVE THE COMPANY'S STOCK OPTION PLAN.	MANAGEMENT	FOR	FOR
TERRAVEST INDUSTRIES INC.	12-Feb-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF RAYMOND CHABOT GRANT THORNTON LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
SOLIUM CAPITAL INC.	15-Apr-19	APPROVAL OF A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 12, 2019, APPROVING AN ARRANGEMENT PURSUANT TO SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) INVOLVING THE CORPORATION, MORGAN STANLEY, 2172350 ALBERTA LTD. AND THE HOLDERS OF COMMON SHARES, STOCK OPTIONS AND RESTRICTED SHARE UNITS IN THE CAPITAL OF THE CORPORATION.	MANAGEMENT	FOR	FOR
EXACTEARTH LTD.	29-Apr-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		AN ORDINARY RESOLUTION APPROVING THE AMENDMENTS TO THE CORPORATION'S SHARE UNIT PLAN AND STOCK OPTION PLAN AS DESCRIBED IN THE CIRCULAR UNDER THE HEADING "BUSINESS OF THE MEETING - PROPOSED AMENDMENTS TO THE CORPORATION'S SHARE UNIT PLAN AND STOCK OPTION PLAN".	MANAGEMENT	FOR	FOR

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TRANSAT A.T. LTD.	30-Apr-19	ELECTION OF DIRECTORS	MANAGEMENT	WITHHOLD	AGAINST
		TO APPOINT EY AS EXTERNAL AUDITORS FOR THE ENSUING YEAR AND TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER AND APPROVE, IN AN ADVISORY, NON-BINDING CAPACITY, A RESOLUTION REGARDING THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER AND, IF DEEMED APPROPRIATE, REJECT SHAREHOLDER PROPOSAL NO 1 PRESENTED AND REPRODUCED IN SCHEDULE G TO THE MANAGEMENT PROXY CIRCULAR.	SHAREHOLDER	AGAINST	FOR
		TO CONSIDER AND, IF DEEMED APPROPRIATE, REJECT SHAREHOLDER PROPOSAL NO 2 PRESENTED AND REPRODUCED IN SCHEDULE G TO THE MANAGEMENT PROXY CIRCULAR.	SHAREHOLDER	FOR	AGAINST
		TO CONSIDER AND, IF DEEMED APPROPRIATE, ADOPT A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE A TO THE MANAGEMENT PROXY CIRCULAR, TO APPROVE A PLAN OF ARRANGEMENT UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT IN ORDER TO AMEND TRANSAT'S ARTICLES TO ALIGN THE VOTING RESTRICTIONS APPLICABLE TO THE CLASS A VARIABLE VOTING SHARES TO THE VOTING RESTRICTIONS SET FORTH IN THE DEFINITION OF "CANADIAN" IN SUBSECTION 55(1) OF THE CANADA TRANSPORTATION ACT, AS AMENDED IN THE TRANSPORTATION MODERNIZATION ACT.	MANAGEMENT	FOR	FOR
GMP CAPITAL INC.	2-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS.	MANAGEMENT	FOR	FOR
CROWN CAPITAL PARTNERS INC.	7-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR

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KNIGHT THERAPEUTICS INC.	7-May-19	DIRECTOR			
		JAMES C. GALE	MANAGEMENT	FOR	FOR
		JONATHAN ROSS GOODMAN	MANAGEMENT	FOR	FOR
		NANCY HARRISON	MANAGEMENT	FOR	FOR
		ROBERT N. LANDE	MANAGEMENT	FOR	FOR
		SAMIRA SAKHIA	MANAGEMENT	FOR	FOR
		SYLVIE TENDLER	MANAGEMENT	FOR	FOR
		MICHAEL J. TREMBLAY	MANAGEMENT	FOR	FOR
		MEIR JAKOBSON	MANAGEMENT	WITHHOLD	AGAINST
		APPOINTMENT OF ERNST & YOUNG LLP AS EXTERNAL AUDITORS OF THE CORPORATION AND THE AUTHORIZATION OF THE DIRECTORS OF THE CORPORATION TO DETERMINE THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO APPROVE THE ADVANCE NOTICE BY-LAW AS ATTACHED IN SCHEDULE A OF THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR
TO CONSIDER, AND IF DEEMED ADVISABLE, TO APPROVE UNALLOCATED RIGHTS UNDER THE CORPORATION'S EMPLOYEE SHARE PURCHASE PLAN (THE "ESPP") FOR THE ENSUING THREE YEARS, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR		
TO CONSIDER, AND IF DEEMED ADVISABLE, TO APPROVE THE PROPOSED DISSIDENT BY-LAW, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	AGAINST	FOR		
MAXAR TECHNOLOGIES INC.	8-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	MANAGEMENT	FOR	FOR
		TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	MANAGEMENT	1 YEAR	FOR
		TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2019	MANAGEMENT	FOR	FOR
		TO APPROVE THE MAXAR TECHNOLOGIES INC. 2019 INCENTIVE AWARD PLAN	MANAGEMENT	FOR	FOR
		TO APPROVE THE MAXAR TECHNOLOGIES INC. EMPLOYEE STOCK PURCHASE PLAN	MANAGEMENT	FOR	FOR

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ATHABASCA OIL CORPORATION	9-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		FIX THE NUMBER OF DIRECTORS TO BE ELECTED AT THE MEETING AT SEVEN (7).	MANAGEMENT	FOR	FOR
		APPOINT ERNST & YOUNG LLP AS THE AUDITORS OF THE CORPORATION AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.	MANAGEMENT	FOR	FOR
POINTS INTERNATIONAL LTD.	9-May-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
		ORDINARY RESOLUTION APPROVING UNALLOCATED OPTIONS UNDER THE CORPORATION'S STOCK OPTION PLAN FOR THE ENSUING THREE YEARS, THE FULL TEXT OF WHICH IS SET OUT IN THE MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 13, 2019.	MANAGEMENT	N/A	N/A
AGJUNCTION INC.	10-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO FIX THE NUMBER OF DIRECTORS OF AGJUNCTION AT FIVE (5).	MANAGEMENT	FOR	FOR
		TO APPOINT RSM US, LLP AS AUDITORS FOR THE ENSUING YEAR AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.	MANAGEMENT	FOR	FOR
TRISURA GROUP LTD.	10-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO APPOINT DELOITTE LLP AS THE EXTERNAL AUDITOR AND AUTHORIZE THE DIRECTORS TO SET ITS REMUNERATION.	MANAGEMENT	FOR	FOR
NEXJ SYSTEMS INC.	14-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		RE-APPOINT KPMG LLP AS AUDITORS OF THE CORPORATION, TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE APPOINTED, AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THE AUDITORS' REMUNERATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED ADVISABLE, PASS AN ORDINARY RESOLUTION AUTHORIZING THE INCREASE IN THE AMOUNT OF OPTIONS, AND COMMON SHARES ISSUABLE PURSUANT TO THE EXERCISE OF OPTIONS, AVAILABLE FOR ISSUANCE UNDER THE OPTION PLAN.	MANAGEMENT	FOR	FOR

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CHESSWOOD GROUP LIMITED	15-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF BDO CANADA LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		THE PASSING OF AN ORDINARY RESOLUTION RATIFYING AND APPROVING THE UNALLOCATED AWARDS UNDER THE CORPORATION'S EQUITY INCENTIVE PLAN, AS MORE SPECIFICALLY SET OUT UNDER THE HEADING "MATTERS REQUIRING SHAREHOLDER APPROVAL - 3. RATIFICATION OF UNALLOCATED ENTITLEMENTS UNDER THE CORPORATION'S EQUITY INCENTIVE PLAN" IN THE MANAGEMENT INFORMATION CIRCULAR ACCOMPANYING THIS FORM OF PROXY.	MANAGEMENT	FOR	FOR
PIXELWORKS, INC.	15-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPROVAL OF AMENDED AND RESTATED 2006 STOCK INCENTIVE PLAN.	MANAGEMENT	FOR	FOR
		ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	MANAGEMENT	FOR	FOR
		ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	MANAGEMENT	1 YEAR	AGAINST
		RATIFICATION OF KPMG LLP AS PIXELWORKS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2019.	MANAGEMENT	FOR	FOR
DREAM UNLIMITED CORP.	16-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE AUDITOR OF THE CORPORATION AND ITS SUBSIDIARIES AND AUTHORIZING THE DIRECTORS OF THE CORPORATION TO FIX THE REMUNERATION OF THE AUDITOR.	MANAGEMENT	FOR	FOR
CARBONITE, INC.	20-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS CARBONITE, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2019.	MANAGEMENT	FOR	FOR
		TO APPROVE, ON AN ADVISORY BASIS, THE 2018 COMPENSATION OF CARBONITE, INC.'S NAMED EXECUTIVE OFFICERS.	MANAGEMENT	FOR	FOR

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ESPIAL GROUP INC.	21-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR OF ESPIAL GROUP INC. ("CIRCULAR"), AUTHORIZING AND APPROVING A REDUCTION OF STATED CAPITAL OF THE COMMON SHARES AND A STATUTORY PLAN OF ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT, WHEREBY ENGHOUSE SYSTEMS LIMITED WILL ACQUIRE, THROUGH A CORPORATION TO BE INCORPORATED BY IT OR AN AFFILIATE THEREOF, ALL OF THE COMMON SHARES OF ESPIAL GROUP INC. FOR \$1.57 PER SHARE IN CASH, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	MANAGEMENT	FOR	FOR
		APPOINTMENT OF KPMG LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
LEAF GROUP LTD.	21-May-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2019.	MANAGEMENT	N/A	N/A
		ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	MANAGEMENT	N/A	N/A
MAXIM POWER CORP.	21-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO SET THE NUMBER OF DIRECTORS OF THE CORPORATION AT FOUR (4) MEMBERS.	MANAGEMENT	FOR	FOR
		TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AT SUCH REMUNERATION AS SHALL BE FIXED BY THE BOARD OF DIRECTORS.	MANAGEMENT	FOR	FOR
		TO APPROVE ALL UNALLOCATED STOCK OPTIONS ISSUABLE PURSUANT TO THE CORPORATION'S STOCK OPTION PLAN.	MANAGEMENT	FOR	FOR

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BSM TECHNOLOGIES INC.	23-May-19	TO CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "A" TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR OF BSM TECHNOLOGIES INC. (THE "CORPORATION") DATED APRIL 23, 2019 (THE "INFORMATION CIRCULAR"), APPROVING, AMONG OTHER THINGS, A PLAN OF ARRANGEMENT UNDER THE BUSINESS CORPORATIONS ACT (ONTARIO) INVOLVING THE CORPORATION, GEOTAB INC. ("GEOTAB") AND 2689285 ONTARIO INC. ("GEOTAB SUBCO"), A WHOLLY-OWNED SUBSIDIARY OF GEOTAB, PURSUANT TO WHICH GEOTAB SUBCO WILL, AMONG OTHER THINGS, ACQUIRE ALL OF THE ISSUED AND OUTSTANDING COMMON SHARES OF THE CORPORATION NOT ALREADY HELD BY GEOTAB, ALL AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR
SIERRA WIRELESS, INC.	23-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF ERNST AND YOUNG LLP, CHARTERED PROFESSIONAL ACCOUNTANTS AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER AND, IF DEEMED ADVISABLE, APPROVE AN ADVISORY RESOLUTION TO ACCEPT THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	MANAGEMENT	FOR	FOR
REDISHRED CAPITAL CORP.	28-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO SET THE NUMBER OF DIRECTORS AT EIGHT (8).	MANAGEMENT	FOR	FOR
		APPOINTMENT OF GRANT THORNTON LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO APPROVE THE CORPORATION'S STOCK OPTION PLAN.	MANAGEMENT	FOR	FOR

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PROXY VOTING RECORD - JULY 1, 2018 TO JUNE 30, 2019**



NAME OF ISSUER	MEETING DATE	LIST OF MATTERS VOTED ON AT MEETING	MATTERS PROPOSED BY MANAGEMENT / OTHER	HOW WE VOTED ON MATTERS	VOTE FOR / AGAINST MANAGEMENT
ASURE SOFTWARE, INC.	29-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		PROPOSAL TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF MARCUM LLP, AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2019.	MANAGEMENT	FOR	FOR
		PROPOSAL TO APPROVE THE ASURE SOFTWARE, INC. SECOND AMENDED AND RESTATED RIGHTS AGREEMENT.	MANAGEMENT	FOR	FOR
		PROPOSAL TO APPROVE AN AMENDMENT TO THE ASURE SOFTWARE, INC. 2018 INCENTIVE AWARD PLAN TO INCREASE THE NUMBER OF SHARES OF OUR COMMON STOCK AUTHORIZED FOR ISSUANCE BY 600,000 SHARES.	MANAGEMENT	FOR	FOR
		PROPOSAL TO APPROVE A ONE-TIME PROGRAM TO EXCHANGE UNDERWATER OPTIONS TO PURCHASE SHARES OF OUR COMMON STOCK HELD BY ELIGIBLE EMPLOYEES FOR A LESSER NUMBER OF RESTRICTED STOCK UNITS UNDER THE ASURE SOFTWARE, INC. 2018 INCENTIVE AWARD PLAN.	MANAGEMENT	FOR	FOR
		PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	MANAGEMENT	FOR	FOR
		PROPOSAL TO PROVIDE AN ADVISORY VOTE REGARDING THE FREQUENCY OF ADVISORY VOTES OF THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	MANAGEMENT	1 YEAR	AGAINST
FIERA CAPITAL CORPORATION	30-May-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF DELOITTE LLP AS THE AUDITOR OF THE CORPORATION AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO APPROVE AN ORDINARY RESOLUTION OF THE HOLDERS OF CLASS A SUBORDINATE VOTING SHARES OF THE CORPORATION AND CLASS B SPECIAL VOTING SHARES OF THE CORPORATION (THE "UNALLOCATED ENTITLEMENTS RESOLUTION") TO APPROVE UNALLOCATED ENTITLEMENTS UNDER THE CORPORATION'S STOCK OPTION PLAN, RESTRICTED SHARE UNIT PLAN, PERFORMANCE SHARE UNIT PLAN AND ITS PERFORMANCE SHARE UNIT AND UNIT APPRECIATION RIGHT PLAN APPLICABLE TO BUSINESS UNITS, THE WHOLE AS MORE FULLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR (THE "CIRCULAR"). THE FULL TEXT OF THE PROPOSED UNALLOCATED ENTITLEMENTS RESOLUTION IS SET FORTH IN APPENDIX "D" OF THE CIRCULAR.	MANAGEMENT	FOR	FOR

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PROXY VOTING RECORD - JULY 1, 2018 TO JUNE 30, 2019**



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STRAD ENERGY SERVICES LTD.	4-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO SET THE NUMBER OF DIRECTORS AT EIGHT (8).	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO APPROVE A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR DATED MAY 1, 2019 (THE "INFORMATION CIRCULAR") AUTHORIZING THE PROPOSED NAME CHANGE OF STRAD TO "STRAD INC.", AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR
BRICK BREWING CO. LIMITED	5-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO APPROVE THE APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE CORPORATION TO FIX THE REMUNERATION OF THE AUDITORS.	MANAGEMENT	FOR	FOR
		TO CONSIDER AND, IF THOUGHT ADVISABLE, TO APPROVE A SPECIAL RESOLUTION TO AMEND THE ARTICLES OF THE CORPORATION TO CHANGE THE NAME OF THE CORPORATION TO "WATERLOO BREWING LTD." AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	FOR	FOR
DIVERSIFIED ROYALTY CORP.	11-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		TO APPOINT KPMG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND TO AUTHORIZE THE DIRECTORS OF THE CORPORATION TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
		TO CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS INCLUDED AS SCHEDULE C TO THE ACCOMPANYING INFORMATION CIRCULAR OF THE CORPORATION DATED MAY 2, 2019, TO APPROVE THE REDUCTION OF THE STATED CAPITAL OF THE CORPORATION'S COMMON SHARES TO \$160 MILLION.	MANAGEMENT	N/A	N/A
MAV BEAUTY BRANDS INC.	12-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A

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UPLAND SOFTWARE, INC.	12-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO RATIFY THE SELECTION OF ERNST & YOUNG, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2019.	MANAGEMENT	FOR	FOR
PHOTON CONTROL INC.	18-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		RE-APPOINTMENT OF KPMG LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
LEUCROTTA EXPLORATION INC.	19-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		FIXING THE NUMBER OF DIRECTORS OF THE CORPORATION TO BE ELECTED AT THE MEETING FOR THE ENSUING YEAR AT SEVEN (7).	MANAGEMENT	N/A	N/A
		APPOINTING KPMG LLP, CHARTERED ACCOUNTANTS, AS THE AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
		TO CONSIDER AND, IF THOUGHT FIT, TO PASS A RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN THE INFORMATION CIRCULAR, TO APPROVE THE STOCK OPTION PLAN FOR THE CORPORATION, ALL AS MORE PARTICULARLY SET FORTH IN THE INFORMATION CIRCULAR.	MANAGEMENT	N/A	N/A
POLARIS INFRASTRUCTUR	19-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		REAPPOINTMENT OF PRICEWATERHOUSECOOPER LLP AS AUDITORS.	MANAGEMENT	FOR	FOR
TERAGO INC.	20-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	N/A	N/A
		TO FIX THE NUMBER OF DIRECTORS OF THE COMPANY AT SEVEN (7).	MANAGEMENT	N/A	N/A
		APPOINTMENT OF KPMG LLP AS AUDITORS UNTIL THE NEXT ANNUAL MEETING OF SHAREHOLDERS AND AUTHORIZATION OF THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	N/A	N/A
		APPROVAL TO AMEND THE COMPANY'S RESTRICTED SHARE UNIT PLAN, AND THE RESERVATION OF 300,000 COMMON SHARES ISSUABLE UPON THE VESTING OF ANY RESTRICTED SHARE UNITS OR PERFORMANCE SHARE UNITS GRANTED UNDER SUCH PLAN, AS MORE PARTICULARLY SET FORTH IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.	MANAGEMENT	N/A	N/A

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FRESHII INC.	21-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE COMPANY UNTIL THE NEXT ANNUAL MEETING OF THE SHAREHOLDERS AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		RESOLVED THAT THE SHARE COMPENSATION PLAN, AS DISCLOSED IN THE MANAGEMENT INFORMATION CIRCULAR, AND THE COMMON SHARES ISSUABLE FROM TREASURY THEREUNDER, BE APPROVED FOR A THREE-YEAR PERIOD FROM THE DATE OF THE MANAGEMENT INFORMATION CIRCULAR UNTIL JUNE 21, 2022.	MANAGEMENT	FOR	FOR
		RESOLVED THAT THE 392,500 RSUS GRANTED UNDER THE SHARE COMPENSATION PLAN ON FEBRUARY 28, 2019 TO EXECUTIVE OFFICERS OF THE COMPANY AND THE 301,224 RSUS GRANTED UNDER THE SHARE COMPENSATION PLAN ON FEBRUARY 28, 2019 TO NON-EXECUTIVE EMPLOYEES OF THE COMPANY, EACH WITH AN EXPIRY DATE OF FEBRUARY 28, 2029, SUBJECT TO SHAREHOLDER RATIFICATION ARE HEREBY RATIFIED, CONFIRMED AND APPROVED.	MANAGEMENT	FOR	FOR
REDLINE COMMUNICATIONS GROUP INC.	25-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF BDO CANADA LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO APPROVE AN ORDINARY RESOLUTION ATTACHED AS SCHEDULE "A" TO THE MANAGEMENT INFORMATION CIRCULAR TO RENEW, CONFIRM AND APPROVE THE CORPORATION'S AMENDED AND RESTATED SHAREHOLDER RIGHTS PLAN AGREEMENT.	MANAGEMENT	FOR	FOR
MEDICURE INC.	26-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
PRONTOFORMS CORPORATION	26-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		APPOINTMENT OF KPMG LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		ORDINARY RESOLUTION APPROVING AN AMENDMENT TO THE CORPORATION'S STOCK OPTION PLAN, INCREASING THE RESERVE TO 18,679,583.	MANAGEMENT	FOR	FOR

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WAVERLEY PHARMA INC.	27-Jun-19	ELECTION OF DIRECTORS	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED APPROPRIATE TO PASS AN ORDINARY RESOLUTION THAT APPOINTS MNP LLP AS THE AUDITORS OF WAVERLEY FOR THE ENSUING YEAR AND AUTHORIZES THE DIRECTORS OF WAVERLEY TO FIX THEIR REMUNERATION.	MANAGEMENT	FOR	FOR
		TO CONSIDER, AND IF DEEMED APPROPRIATE, APPROVE WAVERLEY'S EXISTING STOCK OPTION PLAN, THE DETAILS OF WHICH ARE MORE SPECIFICALLY DESCRIBED IN THE ACCOMPANYING CIRCULAR.	MANAGEMENT	FOR	FOR