

OPTIVA INC.

Report on Voting Results

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

Shares represented at the meeting: 4,641,139 (75.46%)
Total outstanding shares as at the record date: 6,150,557

The following matters were voted on at the annual and special meeting of holders of subordinate voting shares of Optiva Inc. (the "**Corporation**") held on June 22, 2021. Full details of the matters are set out in the notice of meeting and management information circular dated May 18, 2021, which was mailed to shareholders prior to the meeting and is available under the Corporation's SEDAR profile accessible via www.sedar.com.

Voting on each matter was completed by online poll.

1. Election of Directors

Nominee

	<u>Number of Shares For</u>		<u>Number of Shares Withheld</u>	
Pat DiPietro	4,281,700	99.80%	8,486	0.20%
Anuroop Duggal	4,281,700	99.80%	8,486	0.20%
Dan Goldsmith	4,278,700	99.73%	11,486	0.27%
Lee Matheson	4,281,698	99.80%	8,488	0.20%
John Meyer	4,281,700	99.80%	8,486	0.20%
Simon Parmar	4,146,700	96.66%	143,486	3.34%
Robert Stabile	4,281,700	99.80%	8,486	0.20%
Barry Symons	4,146,700	96.66%	143,486	3.34%

2. Appointment and Remuneration of Auditor

Appointment of KPMG LLP as the auditor of the Corporation and authorizing the Corporation's board of directors to fix the remuneration of the auditor.

<u>Number of Shares For</u>		<u>Number of Shares Withheld</u>	
4,506,133	97.09%	135,006	2.91%

3. Amendment to Articles of Incorporation

Approval of the amendment to the articles of incorporation of the Corporation to re-designate the subordinate voting shares of the Corporation as "common shares" and delete the Corporation's series of preferred shares designated as the "Series A Preferred Shares" in their entirety.

Number of Shares For		Number of Shares Against	
4,281,777	99.80%	8,409	0.20%

4. Approval of Omnibus Share Incentive Plan

Ratification, approval and confirmation of the Corporation's new rolling long-term omnibus equity incentive plan, the full text of which can be found in the management information circular.

Number of Shares For		Number of Shares Against	
4,032,635	94.00%	257,551	6.00%

Dated this 22nd day of June 2021.

OPTIVA INC.

(signed) "Robert Stabile"

Robert Stabile
Chair of the Board of Directors