

# Real Matters – Annual General Meeting

February 4, 2021



## CORPORATE PARTICIPANTS

**Jason Smith**, *Executive Chairman*

**Bill Herman**, *Executive Vice President and Chief Financial Officer*

## PRESENTATION

**Operator:** Ladies and gentlemen, thank you for standing by, and welcome to the Real Matters Annual General Meeting.

I'd now like to hand the conference over to Jason Smith, Executive Chairman of Real Matters. Thank you. Please go ahead, sir.

**Jason Smith:**

Thank you. Good morning, everyone, and welcome to the Real Matters annual general meeting of shareholders. I am Jason Smith, the Executive Chairman of Real Matters. I will act as chair of the meeting. This meeting is now called to order.

I would like to extend a warm welcome to our shareholders joining by webcast or by telephone. From the management team, I am joined by Brian Lang, our Chief Executive Officer; William Herman, our Executive Vice President and Chief Financial Officer; Lyne Beauregard, our Vice President, Investor Relations and Marketing; and Jay Greenspoon, our General Counsel and Corporate Secretary. Jay will act as secretary of today's meeting. Chris de Lima and Rebecca Prentice of TSX Trust Company, the company's transfer agent and registrar, will act as scrutineer for today's meeting.

The agenda for this meeting is visible to those on the webcast. After the formal portion of the meeting, shareholders and proxyholders will have an opportunity to participate in a live question-and-answer session.

With that, I would like to move forward with the official proceedings. In terms of voting procedure, each shareholder is entitled to one vote for each common share held. Voting on the election of directors and appointment of auditor will take place by way of ballot. Only registered shareholders or proxy appointments in attendance at the meeting will be able to vote. The scrutineer will report to me on the number of shareholders and the number of shares represented in person or by proxy at the meeting. And will also compute the votes cast by ballot on any ballots conducted at this meeting. Prior to the commencement of this meeting, I received the preliminary scrutineer's report. The preliminary scrutineer's report on attendance at the meeting is as follows. There are a total of 320 holders represented in person or by proxy holding 46,656,884 common shares representing a total of 55.36% of the issued and outstanding shares.

I declare that the requisite quorum of shareholders is present and that the meeting is properly constituted for the transaction of business. I direct that the scrutineer's report on attendance would be annexed to the minutes of the meeting.

With respect to the mailing of materials to shareholders, I have a statutory declaration attesting to the service of the notice of meeting, the accompanying management information circular and form of proxy. And I do direct that this statutory declaration be annexed to the minutes of this meeting.

The agenda for motions to be submitted to shareholders at this meeting is contained in the notice of meeting that you received prior to this meeting. The notice calling this meeting, the accompanying management information circular and the form of proxy were mailed to all shareholders entitled to receive notice in accordance with applicable law. Additional copies of these materials are also available at this meeting and on the company's website.

The next item of business concerns the audited consolidated financial statements of Real Matters for the financial year ended September 30, 2020. On behalf of the directors, I now place before the meeting the consolidated financial statements and report of the auditors thereon for the financial year ended September 30, 2020.

We will now proceed with the election of directors. The board of directors has fixed the number of directors to be elected at the meeting at eight. I would now ask for the nomination of the persons named in the Management Information Circular for election as directors for the coming year. Each of whom has agreed to serve if elected. Unless the authority to vote is withheld, the person named in the form of proxy accompanying the Management Information Circular intends to vote for the election of each of the eight nominees named in the Management Information Circular.

**Bill Herman:** I am a shareholder and I nominate the following individuals to hold office until the close of business of the next annual general meeting: Gary Foster, Blaine Hobson, William Holland, Brian Lang, Frank McMahon, Lisa Melchior, Jason Smith and Peter Vukanovich.

**Jason Smith:** In accordance with the Real Matters' bylaws, any shareholder wishing to nominate additional persons for election to the board of directors at this meeting was required to provide notice of such nomination in advance of the meeting. As no further nominations were presented to the company, I declare nominations closed.

We will now vote by ballot for the election of directors. Shareholders and proxy holders entitled to vote on this ballot were provided with ballots upon registration. Please mark the ballot in accordance with the instructions therein.

We will now proceed with the appointment of the auditor. Deloitte LLP has served as the auditor of Real Matters since 2012.

**Bill Herman:** I am a shareholder and I move that Deloitte LLP be appointed as the auditor of Real Matters to hold office until the close of business of the next annual general meeting and that the directors be authorized to fix the auditors' remuneration.

**Jason Smith:** We will now vote by ballot on the appointment of the auditor. Please mark the ballot in accordance with the instructions they're in and hand it to the scrutineer.

I declare that each of the nominees set out in the management information circular has been duly elected as a director of Real Matters, and that Deloitte LLP has been appointed to serve as the auditors of the company.

As there is no further business to be brought before the meeting with the consent of the meeting, I will terminate the meeting. All in favor signify by raising their hand. Contrary, if any.

Thank you. I declare the meeting terminated.

Operator, we will now open up the lines for the live Q&A.

**Operator:** Thank you. [Operator Instructions]. We have no questions over the phone today. This will conclude today's conference. Thank you for participating. You may now disconnect.