



Goodwood Inc.
Proxy Voting Record
 January 1, 2013 - December 31, 2013

Meeting Date	Meeting Type	Name of Issuer/ Ballot Item	Ticker Symbol	Security CUSIP	Mgmt Rec	Vote Cast	Record Date	Proponent
1/15/2013	Annual / Special	Canadian Satellite Radio Holdings Inc	XSR	136565108			12/10/2012	
		1 Election of Directors			For	For All		Mgmt
		2 The reappointment of Pricewaterhousecoopers LLP as Auditor of the Company, to hold office until the earlier of the close of the next annual meeting of the shareholders, and to authorize the Directors to fix the remuneration of the Auditor			For	For		Mgmt
		3 The 2013 RSU Plan Resolution substantially in the form of the Special Resolution attached as Appendix "A" to the Circular			For	For		Mgmt
4 The 2013 Stock Option Plan Resolution substantially in the form of the Special Resolution attached as Appendix "B" to the Circular	For	For	Mgmt					
5/8/2013	Annual	Boralex Inc	BLX	09950M300			3/28/2013	
		1 Election of Directors			For	For All		Mgmt
2 Appointment of Pricewaterhousecoopers LP, independent auditors of the corporation for the ensuing year and authorizing the Directors to fix their remuneration	For	For	Mgmt					
5/9/2013	Annual / Special	Centric Health Corporation	CHH	15641A100			4/1/2013	
		1 Election of Directors			For	For All		Mgmt
		2 Re-appointment of Pricewaterhousecoopers LP Chartered Accountants, as auditors of the company and to authorize the Directors to fix their remuneration			For	For		Mgmt
		3 To pass an ordinary resolution ratifying, confirming and approving amendments to the company's By-Laws to include an advance notice requirement for the nominations of Directors			For	For		Mgmt
4 To pass an ordinary resolution approving the issuance of 4,803,311 common shares in the capital of the company at a deemed issue price of \$0.45 per share in consideration for certain amendments to the fee arrangements in connection with services provided by Global Health Investments & solutions inc. as a more particularly described in the circular	For	For	Mgmt					
5/10/2013	Annual	Webtech Wireless Inc	WEW	94845B107			4/1/2013	
		1 Number of Directors - to set the number of Directors at 5			For	For All		Mgmt
		2 Election of Directors			For	For		Mgmt
3 Appointment of Auditors - PricewaterhouseCoopers LLP	For	For	Mgmt					
5/15/2013	Annual	Entrec Corporation	ENT	29384D106				
		1 Election of Directors			For	For All		Mgmt
		2 To fix the number of Directors to be elected at the meeting at not more than 8			For	For		Mgmt
		3 To re-appoint Ernst & Young LLP, as Auditors of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration of such Auditors			For	For		Mgmt
		4 To approve the incentive stock option plan of the corporation			For	For		Mgmt
		5 To re-approve the incentive restricted share plan of the corporation			For	For		Mgmt
6 To approve, ratify and confirm the By-Laws of the Corporation	For	For	Mgmt					
5/15/2013	Annual / Special	Symbility Solutions Inc	SY	87150W104			4/2/2013	
		1 Election of Directors			For	For All		Mgmt
		2 To re-appoint Ernst & Young LLP, as Auditors of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration of such Auditors			For	For		Mgmt
		3 The Resolution, in the form included in the Circular, to confirm By-Law No. 1 of the Corporation, relating generally to the transaction of business and affairs of the Corporation			For	For		Mgmt
4 The Resolution, in the form included in the Circular, ratifying the Corporation's amended and restated stock option plan	For	For	Mgmt					
5/15/2013	Annual / Special	The Westaim Corporation	WED	956909105			4/10/2013	
		1 Election of Directors			For	For All		Mgmt
		2 To re-appoint Deloitte LLP as Auditors of the Corporation for the ensuing year and to authorize the Board to fix their remuneration and the terms of their engagement			For	For		Mgmt
		3 To consider a Resolution (the "Incentive Plan Resolution") to confirm, ratify, and approve the amended and restated long-term equity incentive plan of the Corporation			For	For		Mgmt
		4 To consider a Special Resolution (the "Consolidation Resolution") to effect a consolidation of all the issued and outstanding common shares on the basis of one post-consolidation common share for every 50 pre-consolidation common shares or such other consolidation ratio that the Board deems necessary			For	For		Mgmt
5 To consider a Resolution (the "By-Law Resolution") to confirm, ratify and approve an amendment to the general By-Law of the corporation	For	For	Mgmt					
5/29/2013	Annual / Special	Cub Energy Inc	CUB	22944T109			4/22/2013	
		1 To fix the number of Directors to be elected at the meeting at 7			For	For		Mgmt
		2 Election of Directors			For	For All		Mgmt
		3 Appointment of Collins Barrow Toronto LLP as Auditors of the Corporation and authorizing the Directors to fix their remuneration			For	For		Mgmt
		4 To approve the Corporation's amended stock option plan			For	For		Mgmt
		5 To approve a special resolution to amend the Articles of the Corporation			For	For		Mgmt
6 To ratify the actions of the Directors in repealing the existing by-laws and adopting new by-laws	For	For	Mgmt					
6/6/2013	Annual	Partners Real Estate Investment Trust	PAR.UN	70214B11			4/16/2013	
1 Election of Trustees	For	For						
6/12/2013	Annual	Cowen Group Inc	COWN	223622101			4/11/2012	
1 Election of Directors	For	For All	Mgmt					
2 To ratify the appointment of Pricewaterhousecoopers LP	For	For	Mgmt					
6/13/2013	Annual / Special	Longford Energy Inc	LFD	543032106			5/13/2013	
		1 The appointment of Pricewaterhousecoopers LP as Auditor and the authorization of the Board to fix the remuneration			For	For		Mgmt
		2 Election of Directors			For	For All		Mgmt
		3 An ordinary resolution (the "Longford Share Issuance Resolution") approving the issuance of the Longford shares in connection with a Plan of Arrangement under section 288 of the BCBA involving Longford, Earth Video Camera Inc, holders of Class A common Shares of Urthecast and options to acquire Urthecast shares			For	For		Mgmt
		4 A special resolution approving an amendment to the Longford's Articles of Incorporation to consolidate Longford's shares by an amount equal to the exchange ratio			For	For		Mgmt
		5 A special resolution approving an amendment to the Longford's Articles of Incorporation to change Longford's name to Urthecast Corp.			For	For		Mgmt
		6 An ordinary resolution approving a new equity compensation plan for Longford			For	For		Mgmt
7 An ordinary resolution approving the issuance of Longford shares to Goodwood Inc	For	-	Mgmt					



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		8 An ordinary resolution approving an amendment to general by-law No. 1 of Longford to 1) increase the quorum requirements for meetings of Longford shareholders to not less than two shareholders holding or representing by proxy less than 20% of the total number of Longford shares and 2) allow for delivery of notices, communications and documents to longford shareholders by electronic means			For	For		Mgmt
6/18/2013	Annual / Special	Ram Power Corp 1 Election of Directors 2 To re-appoint Deloitte & Touche LLP as Auditors and to authorize the Directors to fix their remuneration 3 To decrease the number of Directors on the Board from seven to six 4 To increase the quorum requirements for shareholder meetings 5 To approve an ordinary resolution to amend the articles of the corporation to institute an advance notice provisions as more particularly described in the management information circular dated 5/10/2013	RAM	751308107	For For For For	For For All For For	5/6/2013	Mgmt Mgmt Mgmt Mgmt Mgmt
6/20/2013	Annual	Great Canadian Gaming 1 Election of Directors 2 The appointment of Deloitte LLP as Auditors and to authorize the Directors to fix their remuneration	GC	389914102	For For	For All For	5/8/2013	Mgmt Mgmt
6/26/2013	Annual / Special	KP Tissue Inc 1 Election of Directors 2 Appointment of Pricewaterhousecoopers LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration 3 To adopt a special resolution to reduce the stated capital account maintained in respect of the common shares of the corporation to \$8,750,000 and to credit the contributed surplus account of the Corporation an amount equal to the difference between the current amount of the stated capital account and \$8,750,000	KPT	48265Y104	For For For	For All For For		Mgmt Mgmt Mgmt
6/27/2013	Annual	Air Canada 1 Election of Directors 2 Appointment of Pricewaterhousecoopers LLP as Auditors	AC.B	008911802	For For	For All For		Mgmt Mgmt
8/15/2013	Annual	ATS Automation Tooling Systems Inc 1 Election of Directors 2 To re-appoint Ernst & Young LLP, as Auditors of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration of such Auditors			For For	For All For		Mgmt Mgmt
9/27/2013	Annual / Special	Dacha Strategic Metals Inc 1 Election of Directors 2 Appointment of McGovern, Hurley, Cunningham LLP as Auditors of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration of such Auditors 3 An ordinary resolution to approve the Corporation's stock option plan	DSM	233407105	For For For	For All For For	8/27/2013	Mgmt Mgmt Mgmt
9/12/2013	Extraordinary Debenture Holders	Pinetree Capital LTD. (The Company) 1 Approving the Extraordinary Resolution to the management information circular dated August 15, 2013, approving certain amendments to the trust indenture between the corporation and equity financial trust company dated as of May 17, 2011, as supplemented by the supplemental indenture dated as December 11, 2012 governing the 8% convertible unsecured subordinated debentures due May 31, 2016 of the corporation, and equity financial trust company to execute a second supplemental trust indenture embodying such amendments	PNP.DB	7233304	For	For	8/13/2013	Mgmt