

Home Capital Group Inc.
Majority Voting Policy

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1.0 APPROVAL, REVIEW, AND REVISION HISTORY

Version	Details	Reviewed/Approved	Date
1.0	First approval	Board of Directors	2/13/2006
2.0	Amendment and approval	Board of Directors	2/11/2008
2.0	Annual review and approval	Board of Directors	11/2/2010
2.0	Annual review and approval	Board of Directors	12/6/2011
2.0	Annual review and approval	Board of Directors	2/13/2013
2.0	Annual review and approval	Board of Directors	3/11/2014
2.0	Annual review and approval	Board of Directors	5/6/2015
2.0	Annual review and approval	Board of Directors	3/8/2016
2.0	Annual review and approval	Board of Directors	3/30/2017

2.0 INTRODUCTION

In order to comply with the TSX listing requirements, the Board of Directors (“Board”) must accept the resignation of a director who does not receive a majority of the votes cast for his or her election in the absence of exceptional circumstances.

3.0 MAJORITY ELECTION OF DIRECTORS GUIDELINES

3.1 In an uncontested election of Directors (an election where the number of nominated Directors is the same as the number of Directors to be elected), any nominee for Director who receives a greater number of votes “withheld” from his or her election than votes “for” his or her election shall promptly tender his or her resignation to the Chair of the Board following certification of the shareholder vote.

3.2 The Governance, Nominating and Conduct Review Committee (“Committee”) will promptly consider the resignation submitted by a Director receiving a greater number of votes “withheld” from his or her election than votes “for” his or her election, and the Committee shall recommend to the Board that the Board accept the resignation of the Director absent exceptional circumstances.

3.3 The Board shall accept the resignation of the Director, absent exceptional circumstances, within 90 days of the shareholders' meeting. The Board will promptly publicly disclose, in a news release, the Board's decision and the Board will provide a full explanation of the process by which the decision was reached. A copy of the news release with the Board's decision will be provided to the Toronto Stock Exchange.

3.4 To the extent that one or more Directors' resignations are accepted by the Board, the Committee will recommend to the Board whether to fill such vacancy or vacancies or to reduce the size of the Board.

3.5 Any Director who tenders his or her resignation pursuant to this Policy will not participate in the Committee's recommendation or Board consideration regarding whether or not to accept the tendered resignation. If a majority of the members of the Committee received a greater number of votes "withheld" from their election than votes "for" their election at the same election, then the independent Directors who are on the Board who did not receive a greater number of notes "withheld" from their election than votes "for" their election will appoint a Board committee amongst themselves solely for the purpose of considering the tendered resignations and will recommend to the Board whether to accept or reject the tendered resignations. This Board committee may, but need not, consist of all of the independent Directors who did not receive a greater number of votes "withheld" from their election than votes "for" their election.

4.0 ACCOUNTABILITY, DELEGATION OF AUTHORITY AND OWNERSHIP

The Corporate Secretary has ownership of and overall accountability for the Policy.

5.0 POLICY APPLICATION

The Policy applies to all of the Directors of Home Capital Group Inc., Home Trust Company and Home Bank.

The Policy is intended to assist Directors in their legal and fiduciary responsibilities.

6.0 REVIEW AND DEVELOPMENT CYCLE

The Policy will be subject to review at least every three years by the Board of Directors.

7.0 EFFECTIVE DATE

The Policy takes effect on the date it is approved by the Board of Directors.