

December 21, 2011

**VIA SEDAR**

British Columbia Securities Commission      The TSX Venture Exchange  
Alberta Securities Commission  
Autorité des marchés financiers

**Re: SARATOGA ELECTRONIC SOLUTIONS INC.**  
**- Report on Voting Results pursuant to Section 11.3 of National Instrument 51-102 - *Continuous Disclosure Obligations***

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Dear Sirs,

Following the annual meeting of shareholders of Saratoga Electronic Solutions Inc. ("**Saratoga**") held on December 15, 2011 (the "**Meeting**"), and in accordance with Section 11.3 of National Instrument 51-102, we hereby advise you of the following voting results obtained at the Meeting:

<u>ITEM VOTED UPON</u>	<u>VOTING RESULT</u>
1. Election of Directors.	The following nominees were appointed as directors of Saratoga: Georges A. Durst, Donald W. Seal, QC, Alfredo Pérez and Martin Fontaine.
2. Appointment of MNP S.E.N.C.R.L. Srl, Chartered Accountants, as Saratoga's auditors.	MNP S.E.N.C.R.L. Srl, Chartered Accountants, were reappointed as Saratoga's auditors.
3. Ratification of the presentation to shareholders of Saratoga of financial statements in respect of a period ended earlier than the period provided by applicable laws and regulations.	The presentation of the financial statements to shareholders of Saratoga of financial statements in respect of a period ended earlier than the period provided by applicable laws and regulations was ratified by a majority of the shareholders of Saratoga.
4. Approval of the sale of all of the shares of Saratoga's wholly-owned subsidiary, Car-Tel Distributions Inc. (" <b>Car-Tel</b> ")	The sale of Car-Tel was approved by a majority of shareholders, excluding the votes attaching to the common shares of Saratoga beneficially owned or controlled by "interested parties" (being Mr. Georges A. Durst and Mr. Luc Charlebois) and their "related parties" and "joint actors", all as defined in MI 61-101.

SARATOGA ELECTRONIC SOLUTIONS INC.

Per:

Georges A. Durst, President and Chief Executive Officer

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