

NEWS RELEASE

FOR IMMEDIATE RELEASE



POWER FINANCIAL
CORPORATION

Power Financial Announces Shareholder Approval of Reorganization Transaction

Readers are referred to the section "Forward-Looking Statements" at the end of this release. All figures are expressed in Canadian dollars.

Montréal, Québec, February 11, 2020 – Power Financial Corporation ("Power Financial" or "PFC") (TSX: PWF) today announced that PFC received, at the special meeting (the "Meeting") of the holders of PFC's common shares (the "Shareholders") held today, the required shareholder approvals for the previously announced reorganization transaction (the "Reorganization") pursuant to which each common share of PFC held by Shareholders other than Power Corporation of Canada ("PCC") and its wholly owned subsidiaries will be exchanged for 1.05 subordinate voting shares of PCC and \$0.01 in cash.

At the Meeting, 85.79% of the eligible PFC common shares were voted, with 91.03% of the common shares being voted in favour of the Reorganization (63.20% excluding the votes of interested parties in accordance with securities laws).

The final hearing of the Ontario Superior Court of Justice (Commercial List) to approve the Reorganization and issue the final order is scheduled to take place on February 12, 2020. Subject to receipt of the final order and the satisfaction of all other conditions to the Reorganization, the closing of the Reorganization is expected to occur on February 13, 2020.

About Power Financial

Power Financial Corporation is a diversified international management and holding company with interests substantially in the financial services sector in Canada, the United States and Europe. It also has significant holdings in global industrial and services companies based in Europe. Power Financial Corporation is a member of the Power Corporation Group of Companies. To learn more, visit www.PowerFinancial.com.

Forward-Looking Statements

Certain statements in this news release, other than statements of historical fact, are forward-looking statements based on certain assumptions and reflect PFC's current expectations. Forward-looking statements are provided to present information about management's current expectations and plans relating to the future and the reader is cautioned that such statements may not be appropriate for other purposes. These statements include, without limitation, statements regarding the timing of the final hearing and the timing of the closing of the Reorganization.

By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. A variety of factors, many of which are beyond PFC's control, affect the operations, performance and results of PFC and its subsidiaries and businesses, and could cause actual results to differ materially from current expectations of estimated or anticipated events or results. These factors include, but are not limited to: the impact or unanticipated impact of general economic, political and market factors in North America and internationally, fluctuations in interest rates, inflation and foreign exchange rates, monetary policies, business investment and the health of local and global equity and capital markets, management of market liquidity and funding risks, risks related to investments in private companies and illiquid securities, risks associated with financial instruments, changes in accounting policies and methods used to report financial condition (including uncertainties associated with significant judgments, estimates and assumptions), the effect of applying future accounting changes, business competition, operational and reputational risks, technological changes, cybersecurity risks, changes in government regulation and legislation, changes in tax laws, unexpected judicial or regulatory proceedings, catastrophic events, PFC's and its subsidiaries' ability to complete strategic transactions, integrate acquisitions and implement other growth strategies and PFC's success in anticipating and managing the foregoing factors.



The reader is cautioned to consider these and other factors, uncertainties and potential events carefully and not to put undue reliance on forward-looking statements. Information contained in forward-looking statements is based upon certain material assumptions that were applied in drawing a conclusion or making a forecast or projection, including management's perceptions of historical trends, current conditions and expected future developments, that the final order and the other conditions to the Reorganization will be satisfied, the closing date for the Reorganization, as well as other considerations that are believed to be appropriate in the circumstances, including that the list of factors in the previous paragraph, collectively, are not expected to have a material impact on PFC and its subsidiaries. While PFC considers these assumptions to be reasonable based on information currently available to management, they may prove to be incorrect.

Other than as specifically required by applicable Canadian law, PFC undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made, or to reflect the occurrence of unanticipated events, whether as a result of new information, future events or results, or otherwise.

Additional information about the risks and uncertainties of PFC's business and material factors or assumptions on which information contained in forward-looking statements is based is provided in its disclosure materials, including each of its most recent Management's Discussion and Analysis and Annual Information Form, filed with the securities regulatory authorities in Canada and available at www.sedar.com.

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