



CANACCORD GENUITY GROUP INC. ANNOUNCES COMPLETION OF AMENDMENT TO CONVERTIBLE DEBENTURES AND REPORTS ON VOTING RESULTS

TORONTO, February 22, 2021 – Canaccord Genuity Group Inc. (the "Company") (TSX:CF) today announced the voting results from its special meeting of holders of 6.25% convertible unsecured senior subordinated debentures due December 31, 2023 of the Company (the "Debentures") held on February 22, 2021 (the "Meeting").

Full details of the matter voted on are set out in the Management Information Circular issued in connection with the Meeting which is available at <https://www.canaccordgenuity.com/investor-relations/investor-resources/preferred-shares-convertible-debentures>. Holders of Debentures voted in favour of the following matter as follows:

Votes by Ballot

Description of Matter	Votes For	Votes Withheld/Against
Extraordinary resolution, the full text of which is set out in Appendix A to the management information circular of the Company dated January 29, 2021 (the "Information Circular"), approving certain amendments to the indenture dated as of August 22, 2018 between the Company and Computershare Trust Company of Canada (the "Indenture") as set out in a first supplemental indenture to the Indenture attached as Appendix B to the Information Circular.	95.64%	4.36%

The Company also announces that it has entered into the first supplemental indenture implementing these amendments.

As previously announced, upon entering into the first supplemental indenture:

- The Company has the right to redeem (the "Amended Redemption Right"), at its option and from time to time, between April 1, 2021 and October 31, 2021, any or all of the outstanding Debentures, for consideration of (for each \$1,000 principal amount of Debentures held) cash equal to (i) the greater of (a) 125% of the principal amount, being \$1,250, and (b) the sum of the amount calculated by multiplying 100 by the volume weighted average price of the common shares of the Company ("Common Shares") for the 20 trading day period ending two trading days prior to the date upon which the Company issues a press release announcing its intention to exercise the Amended Redemption Right and (y) \$40.00; plus (ii) accrued and unpaid interest up to, but excluding, the date of redemption.

- The Debentureholders' right to convert their Debentures into Common Shares, at the current exercise price of \$10.00, is suspended until November 1, 2021.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS:

This press release may contain "forward-looking statements" (as defined under applicable securities laws). These statements relate to future events or future performance and reflect management's expectations, beliefs, plans, estimates, intentions and similar statements concerning anticipated future events, results, circumstances, performance or expectations that are not historical facts, including business and economic conditions and the Company's growth, results of operations, performance, business prospects and opportunities. Such forward-looking statements reflect management's current beliefs and are based on information currently available to management. In some cases, forward-looking statements can be identified by terminology such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "estimate", "predict", "potential", "continue", "target", "intend", "could" or the negative of these terms or other comparable terminology. By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and a number of factors could cause actual events or results to differ materially from the results discussed in the forward-looking statements. In evaluating these statements, readers should specifically consider various factors that may cause actual results to differ materially from any forward-looking statement. These factors include, but are not limited to, the willingness of the Debentureholders to support the Proposed Amendments, the Company's intention to proceed with the Proposed Amendments or, if the Proposed Amendments are approved, its intention to redeem any or all of the Debentures, the anticipated receipt of all required approvals, including from the Debentureholders, the TSX and debenture trustee, the timing of the special meeting and the record date for the special meeting and the anticipated benefits of the Proposed Amendments to the parties, holders of Debentures and other stakeholders of the Company. Please also refer to the risks and uncertainties discussed from time to time in the Company's interim condensed and annual consolidated financial statements and in its 2020 Annual Report and AIF filed on www.sedar.com as well as the factors discussed in the section entitled "Risks" in its MD&A, as provided in its fiscal 2020 annual report and its Q3 of fiscal 2021 quarterly report, for a discussion of the risks and uncertainties affecting the Company. Material factors or assumptions that were used by the Company to develop the forward-looking information contained in this press release include, but are not limited to, those set out in the Fiscal 2021 Outlook section in the annual MD&A and those discussed from time to time in the Company's interim condensed and annual consolidated financial statements and in its fiscal 2020 Annual Report, Q3/21 quarterly report and AIF filed on www.sedar.com. The preceding list is not exhaustive of all possible risk factors that may influence actual results. Readers are cautioned that the preceding list of material factors or assumptions is also not exhaustive.

Although the forward-looking information contained in this press release is based upon what management believes are reasonable assumptions, there can be no assurance that actual results will be consistent with these forward-looking statements. The forward-looking statements contained in this press release are made as of the date of this press release and should not be relied upon as representing the Company's views as of any date subsequent to the date of this press release. Certain statements included in this press release may be considered "financial outlook" for purposes of applicable Canadian securities laws, and such financial outlook may not be appropriate for purposes other than this press release. Except as may be required by applicable law, the Company does not undertake, and specifically disclaims, any obligation to update or revise any forward-looking information, whether as a result of new information, further developments or otherwise.

ABOUT CANACCORD GENUITY GROUP INC.

Through its principal subsidiaries, Canaccord Genuity Group Inc. (the "Company") is a leading independent, full-service financial services firm, with operations in two principal segments of the securities industry: wealth management and capital markets. Since its establishment in 1950, the Company has been driven by an unwavering commitment to building lasting client relationships. We achieve this by generating value for our individual, institutional and corporate clients through comprehensive investment solutions, brokerage services and investment banking services. The Company has wealth management offices located in Canada, the UK, Guernsey, Jersey, the Isle of Man and Australia. The Company's international capital markets division operates in North America, UK & Europe, Asia, Australia and the Middle East.

Canaccord Genuity Group Inc. is publicly traded under the symbol CF on the TSX.

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