



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

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Voting Instruction Form ("VIF") - Annual General and Special Meeting to be held on July 15, 2020

NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS

- 1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
- 2. We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
- 3. If you want to attend the meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the meeting and vote on all matters that are presented at the meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
- 4. This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.
- 5. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by management to you.
- 6. When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.
- 7. This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of meeting or other matters as may properly come before the meeting or any adjournment thereof.
- 8. Your voting instructions will be recorded on receipt of the VIF.
- 9. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
- 10. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
- 11. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

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VIFs submitted must be received by 2:00 PM, Eastern Time on July 13, 2020.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

Call the number listed BELOW from a touch tone telephone

1-866-734-VOTE (8683) Toll Free



To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- Smartphone?
 Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this VIF.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

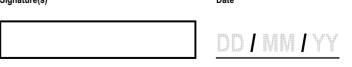
To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER

+						+	
Appointee(s) Management Appointees are: Chu	ıck Rifici, or failing him, Huç	someon print yo	ish to attend in person or ap e else to attend on your beh ur name or the name of your ee in this space (see Note #3	ålf,			
as my/our appointee to attend, act a come before the Annual General and Toronto, Ontario M5K 1E6, on July 1	and to vote in accordance w d Special Meeting of securi 15, 2020 at 2:00 PM Easter	ith the following direction (or if no tyholders of Auxly Cannabis Grou n Time and at any adjournment or	directions have been given, as p Inc. to be held at the offices r postponement thereof.	s the appointee sees fit) and all other ma of McCarthy Tétrault LLP, Suite 5300, T	atters that may D Bank Towe	/ properly r,	
VOTING RECOMMENDATIONS AF	RE INDICATED BY <mark>HIGHL</mark>	GHTED TEXT OVER THE BOXE	S.				
1. Election of Directors	For Withhold		For Withhole	i	For	Withhold	
01. Chuck Rifici		02. Hugo Alves		03. Genevieve Young			
04. Troy Grant		05. Conrad Tate					Fold
					For	Withhold	
 Appointment of Auditors Appointment of Ernst & Young L 	LP as Auditors of the Co	ompany for the ensuing year a	and authorizing the Director	s to fix their remuneration.			
					For	Against	
Equity Incentive Plan To pass an ordinary resolution reInformation Circular.	e-approving the equity in	ncentive plan of the Company,	as more particularly descr	ibed in the accompanying			
					For	Against	
4. Continuance to Ontario To pass a special resolution autithe Business Corporations Act (Output To pass a special resolution autition autitio	horizing and approving t Ontario), as more partice	he continuance of the Compa ularly described in the accomp	ny from the <i>Business Corp</i> eanying Information Circula	orations Act (British Columbia) to r.			
							Fold
Authorized Signature(s) - T	his section must he	completed for your	Signature(s)	Date			

instructions to be executed.

If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this VIF with signing capacity stated.



Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail

If you are not mailing back your VIF, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.



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