

**SPECIAL MEETING OF SHAREHOLDERS OF  
RED WHITE & BLOOM BRANDS INC.  
on Thursday May 20,2021  
Scrutineers Report**

This scrutineers' report is subject to any determinations or decisions made by the Chairman of the meeting including with respect to any proxies or other voting documentation.

<u>          </u> SHAREHOLDERS IN PERSON, REPRESENTING	<u>          </u>	SHARES
<u>71</u> SHAREHOLDERS BY PROXY, REPRESENTING	<u>118,090,677</u>	SHARES
TOTAL SHARES REPRESENTED AT MEETING	<u>118,090,677</u>	SHARES
TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE:	<u>320,656,234</u>	
PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING	<u>36.83%</u>	

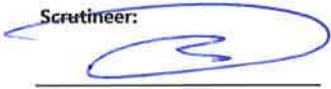
**1. To consider and, if thought fit, to approve, subject to regulatory approval, a special resolution authorizing the Company to alter the articles of the Company to change the conversion date of the Series 2 Preferred Shares such that each Series 2 Shareholder shall be entitled to convert any whole number of Series 2 Preferred Shares into validly issued, fully paid and non-assessable Shares on any business day after the eighteen month anniversary of the date upon which the Series 2 Preferred Shares were issued by the Company (the "Initial Issuance Date") and prior to the two year anniversary of the Initial Issuance Date; and**

	<u>Common</u>	<u>S2 Preferred</u>	<u>Total</u>
Shares VOTED FOR	71,701,394	45,398,303	117,099,697
Shares VOTED AGAINST	274,980	716,000	990,980

**2. To transact such further or other business as may properly come before the Special/Class Meeting or any adjournment or adjournments thereof.**

Shares VOTED FOR	69,680,530	41,618,303	111,298,833
Shares VOTED AGAINST	2,295,844	4,496,000	6,791,844

Scrutineer:



National Securities Administrators Ltd.