

Security Class

Holder Account Number

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## Form of Proxy -Special Meeting to be held on November 14, 2018

### This Form of Proxy is solicited by and on behalf of Management.

#### Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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**Proxies submitted must be received by 10:00 a.m. (Toronto time) on November 12, 2018.**

### 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.

**1-866-732-VOTE (8683) Toll Free**



#### To Vote Using the Internet

- Go to the following web site:  
[www.investorvote.com](http://www.investorvote.com)
- **Smartphone?**  
Scan the QR code to vote now.



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

**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 appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

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

**CONTROL NUMBER**



## Appointment of Proxyholder

I/We being holder(s) of Randsburg International Gold Corp. hereby appoint: Michael Lerner, CEO and a director, or failing him, Harvey H. McKenzie, director,

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Special Meeting of shareholders of Randsburg International Gold Corp. to be held at Garfinkle Biderman LLP, Dynamic Funds Tower, 1 Adelaide Street East, Suite 801, Toronto, Ontario M5C 2V9, on November 14, 2018 at 10:00 a.m. (Toronto time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For

Against

### 1. Board Resolution

To consider and, if thought advisable, approve with or without variation, a special resolution to be conditional on and effective following the closing of the Business Combination to set the number of directors of the Company at up to eleven (11).

### 2. Director Election Resolution

To elect, conditional on and effective following the closing of the Business Combination.

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	For	Withhold		For	Withhold		For	Withhold
01. Charles Bachtell	<div></div>	<div></div>	02. Joe Caltabiano	<div></div>	<div></div>	03. Dominic A. Sergi	<div></div>	<div></div>
04. Brian McCormack	<div></div>	<div></div>	05. Robert M. Sampson	<div></div>	<div></div>	06. John R. Walter	<div></div>	<div></div>
07. Gerry Corcoran	<div></div>	<div></div>	08. Thomas Manning	<div></div>	<div></div>	09. Randy Podolsky	<div></div>	<div></div>

For

Withhold

### 3. Auditor Resolution

To appoint MNP LLP as the auditor of the Company to hold office conditional on and effective following the closing of the Business Combination and to authorize the directors of the Company to fix the remuneration of the auditor so appointed.

### 4. Amendment Resolution

To consider and, if thought advisable, approve with or without variation, a special resolution, to authorize and approve an amendment of the notice of articles and articles of the Company to amend the rights and restrictions of the existing class of Common Shares and redesignate such class as subordinate voting shares; to create a class of super voting shares; and to create a class of proportionate voting shares (the "Amendment Resolution"), conditional on and effective following the closing of the Business Combination.

For

Against

### 5. Equity Incentive Plan Resolution

To consider and, if thought advisable, approve with or without variation, an ordinary resolution, to authorize and approve the adoption of the Company's 2018 Equity Incentive Plan, a long-term incentive plan of the Company, to be implemented only in the event that the Business Combination is completed.

For

Against

Fold

### 6. Name Change Resolution

To consider and, if thought advisable, pass, with or without variation, a special resolution, approving a change in the name of the Company to "Cresco Labs Inc." or such other name as the directors of the Company, in their sole discretion may determine to be implemented only in the event that the Business Combination is completed.

For

Against

**Authorized Signature(s) - This section must be completed for your instructions to be executed.**

Signature(s)

Date

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.

DD / MM / YY



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