

## NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN** that Grown Rogue International Inc. (the “**Corporation**”) will hold its annual and special meeting of shareholders (the “**Meeting**”) on October 24, 2022, at 11:00am (Eastern Daylight Time) at the offices of Miller Thomson LLP, Scotia Plaza, 40 King Street West, Suite 5800, Toronto, Ontario, M5H 3S1, for the following purposes:

1. to present the audited consolidated financial statements of the Corporation for its prior years ended October 31, 2021 and 2020, and the independent auditor’s report thereon;
2. to elect the directors of the Corporation for the ensuing year;
3. to appoint Turner, Stone & Company, L.L.P. as the independent auditors of the Corporation until the next annual meeting of shareholders and authorize the directors to fix the auditors’ remuneration;
4. to consider and, if deemed advisable, adopt a special resolution approving an amendment to the Articles of the Corporation to change of the name of the Corporation, from “Grown Rogue International Inc.” to such name as may be determined by the Board, in its sole discretion, within twenty-four (24) months from the date of such approval, as more particularly described in the management information circular for the Meeting dated September 15, 2022 (the “**Information Circular**”);
5. to consider and, if deemed advisable, adopt a special resolution approving an amendment to the Articles of the Corporation to consolidate all of the outstanding common shares (the “**Common Shares**”) to such proportion as the board of directors may determine, up to and including on a twenty (20) for one (1) basis, within twenty-four (24) months from the date of such approval, as more particularly described in the accompanying Information Circular; and
6. to transact any other business properly brought before the Meeting.

This year to proactively deal with the unprecedented health impact of the novel coronavirus, to mitigate risks to the health and safety of shareholders, employees, other stakeholders and the community at large, and in compliance with current government direction and advice, we will hold a hybrid Meeting, allowing for shareholder participation in-person and via teleconference. Shareholders will have the opportunity to participate at the Meeting via teleconference (if located in Canada or the U.S.) by calling (416) 956-9882 or 1-(855)-453-6968 (Conference ID: 3508879) (if located outside of Canada or the U.S., Shareholders should visit <https://www.conf solutions.ca/ILT/?cid=5365781> for the applicable dial-in number in the country such shareholder is located in); however, such shareholders will not be able to vote or speak at the Meeting via the teleconference call. Callers should dial in ten to fifteen minutes prior to the scheduled time of the Meeting. All callers will be asked to provide their full legal name for recording purposes.

**We strongly encourage shareholders to vote their Common Shares of the Corporation prior to the Meeting by any of the means described in the Information Circular and to attend the Meeting via teleconference. The Corporation requests that shareholders provide the Corporation with a minimum of five (5) business day’s written notice of an intention to attend the Meeting in-person. Public health restrictions and recommendations in place at the time of the Meeting may require the Corporation to restrict the number of people in attendance at the Meeting, and physical attendance by a shareholder may therefore not be possible.**

Any persons attending the Meeting in person will be required to comply with health and safety measures that the Corporation may put in place. You should not attend the Meeting if you or someone with whom