

GROWN ROGUE INTERNATIONAL INC.

**NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS
ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON OCTOBER 24, 2022**

You are receiving this notification as Grown Rogue International Inc. (“GR” or the “Corporation”) has decided to use the notice and access model (“**Notice and Access**”), provided for under National Instrument 54-101 *Communication With Beneficial Owners of Securities of a Reporting Issuer*, for the delivery of meeting materials to its shareholders. In respect to the Corporation’s annual general and special meeting of shareholders to be held on October 24, 2022 (the “**Meeting**”), instead of receiving paper copies of the Corporation’s management information circular (the “**Information Circular**”), audited annual consolidated financial statements and MD&A for the year ended October 31, 2021 (the “**Meeting Materials**”), shareholders are receiving this notice with information on how they may access the Meeting Materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivering Meeting Materials is more environmentally friendly and will reduce the Corporation’s printing and mailing costs.

MEETING DATE AND LOCATION: The Meeting will be held at 11:00 a.m. (eastern standard time) on Monday, October 24, 2022 at the offices of Miller Thomson LLP, Scotia Plaza, 40 King Street West, Suite 5800, Toronto, Ontario, M5H 3S1, with **SHAREHOLDERS BEING ASKED TO CONSIDER AND/OR VOTE ON THE FOLLOWING MATTERS:**

1. Financial Statements: To receive the audited annual consolidated financial statements of the Corporation for the years ended October 31, 2021 and 2020, and the independent auditor’s report thereon;
2. Election of Directors: To re-elect the directors of the Corporation for the ensuing year;
3. Appointment of Auditors: To appoint Turner, Stone & Company, L.L.P. as the auditors of the Corporation for the ensuing year and to authorize the Directors to fix their remuneration;
4. Name Change: 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 Information Circular;
5. Consolidation: to consider and, if deemed advisable, adopt a special resolution approving an amendment to the Articles of the Corporation to consolidate all of the Corporation’s outstanding 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.

SHAREHOLDERS ARE REMINDED TO REVIEW THE MEETING MATERIALS PRIOR TO VOTING.

Meeting materials can be accessed online at www.sedar.com and www.capitaltransferagency.com

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Beneficial shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost. Requests for Meeting Materials may be made up to one year from the date the information circular was filed on SEDAR, by contacting Capital Transfer Agency at toll free 1 (844) 499-4482 (US and Canada), 1(416)350-5007 (local) or by email at voteproxy@capitaltransferagency.com. Requests should be received on or before October 12, 2022 in order to receive the Meeting Materials in advance of the Meeting.

VOTING

Registered Shareholders are asked to return their proxies using the following methods by the proxy deposit date:

Mail: Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, ON M5H 2Y2

Fax: (416) 350-5008

Email: voteproxy@capitaltransferagency.com

Shareholders with questions about Notice and Access may contact the Capital Transfer Agency by phone at toll free 1(844)499-4482 (US and Canada), 1(416)350-5007 (local) or by email at voteproxy@capitaltransferagency.com.

Dated the 15th day of September, 2022

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*J. Obie Strickler*”

J. Obie Strickler

Director, President and Chief Executive Officer