

## **Lineage Grow Company Ltd.**



## Form of Proxy - Special Meeting of Shareholders to be held on May 16, 2019, 11:00 a.m. (Toronto Time)

Appointment of Proxyholder  I/We being the undersigned holder(s) of Lineage Grow Company Ltd. hereby appoint Peter  Bilodeau, CEO, or failing this person, Adam Szweras, Corporate Secretary  OR  Print the name of the person you are appointing if this is someone other than the Management Nominees list is someone other than the Management Nominees list.				
as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder 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 <b>Special Meeting of Shareholders</b> of <b>Lineage Grow Company Ltd.</b> , to be held at <b>77 King Street West, Suite 3000, Toronto ON M5K 1G8</b> or at any adjournment thereof.				
1.	<b>Special Resolution Approving Stock Dividend Articles of Amendment</b> : To approve a special resolution to authorize and approve an amendment of the articles of Lineage to create a class of special shares, issuable in series, as more particularly described in the information circular.	For	Against	
2.	Special Resolution Approving Merger Articles of Amendment: To approve a special resolution to authorize and approve an amendment of the articles of Lineage to (i) consolidate the Lineage common shares on a 41.82 to one basis; (ii) amend the rights and restrictions of the existing class of Lineage common shares on a post-consolidation basis and reclassify such class as subordinate voting shares; (iii) create a class of multiple voting shares; and (iv) change the name of the Corporation to "Harborside, Inc." or such other name as FLRish and the Corporation may approve and acceptable to the regulatory authorities; and (iv) approve the reverse take-over transaction (the "Transaction") between Lineage and FLRish, Inc., as more particularly described in the information circular.	For	Against	
3.	<b>Special Resolution Setting Number of Resulting Issuer Directors:</b> To approve a special resolution to set the number of the directors for Lineage as the resulting issuer on completion of the Transaction (the " <b>Resulting Issuer</b> "), as more particularly described in the information circular.	For	Against	
4.	<b>Special Resolution Authorizing the Board to Fix Number of Directors:</b> To approve a special resolution to authorize the board of directors of Lineage to set the number of directors between the minimum and maximum set out in the articles of Lineage, subject to applicable law, as more particularly described in the information circular.	For	Against	
5.	<b>Ordinary Resolution Electing Directors of Resulting Issuer:</b> To approve an ordinary resolution to elect t Peter Bilodeau, Matthew K. Hawkins, Andrew Berman, Tracy Geldert, Adam Szweras, Sherri Altshuler and Nayir Munoz as directors of the Resulting Issuer, as more particularly described in the information circular.	For	Withheld	
6.	Ordinary Resolution Approving the Resulting Issuer's Equity Incentive Plan: To approve an ordinary resolution to adopt a new equity incentive plan for the Resulting Issuer, as more particularly described in the information circular.	For	Against	
7.	Ordinary Resolution Confirming the New By-law: To approve an ordinary resolution to confirm the new by-law of Lineage adopted by the board on April 9, 2019 which includes advance notice provisions for election of directors, as more particularly described in the information circular.	For	Against	
8.	Ordinary Resolution Approving the Resulting Issuer's Rights Plan: To approve an ordinary resolution to adopt a shareholder rights plan for the Resulting Issuer, as more particularly described in the information circular.	For	Against	
	uthorized Signature(s) – This section must be completed for your Signature(s): Date structions to be executed.			
re	we authorize you to act in accordance with my/our instructions set out above. I/We hereby voke any proxy previously given with respect to the Meeting. If no voting instructions are dicated above, this Proxy will be voted as recommended by Management.	/ / DD /	/ YY	

This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 11:00 a.m. (Toronto time) on May 14, 2019.

## **Notes to Proxy**

- 1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Special Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
- 2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. 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 proxy with signing capacity stated.
- 3. This proxy should be signed in the exact manner as the name appears 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 or withheld from voting, 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 to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

## INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your Proxy Online please visit:

http://odysseytrust.com/Transfer-Agent/Login and click

VOTE

Shareholder Address and Control Number Here

You will require the CONTROL NUMBER printed with your address to the right.

If you vote by Internet, do not mail this proxy.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at <a href="mailto:info@odysseytrust.com">info@odysseytrust.com</a>.

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. A return envelope has been enclosed for voting by mail.