

HIGH HAMPTON HOLDINGS CORP.

PROXY

**FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD AT SUITE 804 - 750 WEST PENDER STREET, VANCOUVER, BC
ON MONDAY, NOVEMBER 21, 2016, AT 11:00 A.M. PDT**

THIS PROXY IS SOLICITED ON BEHALF OF THE MANAGEMENT OF THE CORPORATION.

The undersigned shareholder (“Registered Shareholder”) of **HIGH HAMPTON HOLDINGS CORP.** (the “Corporation”) hereby appoints **ROBERT RILEY**, CEO and a director of the Corporation, or failing him, **CHRIS CHERRY**, CFO and a director of the Company, or instead of either of them, the following Appointee _____ as proxy holder for and on behalf of the Registered Shareholder with the power of substitution to attend, act and vote for and on behalf of the Registered Shareholder in respect of all matters that may properly come before the Meeting of the Registered Shareholders of the Corporation and at every adjournment thereof, to the same extent and with the same powers as if the undersigned Registered Shareholder were present at the said Meeting, or any adjournment thereof.

The **Registered Shareholder** hereby directs the proxy holder to vote the securities of the Corporation registered in the name of the **Registered Shareholder** as specified herein.

1. ELECTION OF DIRECTORS

ROBERT RILEY	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>
DANIEL TERRETT	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>
ABBEY ABDIYE	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>
BRIAN GUSKO	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>

2. TO SET THE NUMBER OF DIRECTORS AT THREE:

FOR **AGAINST**

3. TO APPOINT MANNING ELLIOTT LLP AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION:

FOR **AGAINST**

4. TO APPROVE THE RENEWAL OF THE COMPANY’S STOCK OPTION PLAN:

FOR **AGAINST**

OTHER BUSINESS

While management of the Corporation is not aware of any business other than that mentioned in the Notice to be brought before the Meeting for action by the shareholders, **it is intended that the proxies hereby solicited will be exercised upon any other matter or proposal that may properly come before the Meeting, or any adjournments thereof, in accordance with the judgment of the persons authorized to act thereunder.**

If any amendments or variations to the matters referred to above or to any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment or adjournments thereof, or if any other matters which are not now known to management should properly come before the Meeting or any adjournment or adjournments thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in accordance with the best judgment of such person.

This proxy revokes and supersedes all earlier dated proxies and MUST BE SIGNED AND DATED.

Signature: _____

Please print name: _____

Date: _____, 2016

PLEASE SEE OVER

NOTES TO PROXY

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE COMPANY.**
2. THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.
3. The shares represented by this proxy will be voted. Where a choice is specified, the proxy will be voted as directed. Where no choice is specified, this proxy will be voted in favour of the matters listed on the proxy.
4. This proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. Each shareholder has the right to appoint a person other than management designees specified above to represent them at the Meeting. Such right may be exercised by inserting in the space provided the name of the person to be appointed, who need not be a shareholder of the Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of receipt by the Company.
7. If the shareholder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the shareholder may be required to provide documentation evidencing the signatory's power to sign the proxy.
8. If the shareholder appoints any of the persons designated above, including persons other than Management Designees, as proxy to attend and act at the said Meeting:
 - (a) the shares represented by the proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for;
 - (b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the shares represented by the proxy shall be voted accordingly; and
 - (c) IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS LISTED ABOVE, THE PROXY WILL BE VOTED **FOR** SUCH MATTERS

To be represented at the Meeting, this proxy form must be received by Integral Transfer Agency, 100 Queen St E, Suite 203, Toronto, ON M5C 1S6, by hand or by mail, or by fax at 1-866-695- 2204, or by email to the attention of Jim Adams at support@integraltransfer.com no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting or adjournment thereof. Late proxies may be accepted or rejected by the Chair of the meeting in his or her discretion, and the Chair is under no obligation to accept or reject any particular late proxy.