TRUE LEAF MEDICINE INTERNATIONAL LTD.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Form of Proxy - Annual General and Special Meeting to be held on November 26, 2015

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

Notes to proxy

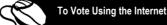
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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.

Proxies submitted must be received by 11:00 AM (Pacific Time) on Tuesday, November 24, 2015.

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



- Go to the following web site: 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

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Appointment of Proxyholder I/We being holder(s) of True Leaf Medicine International Ltd. hereby

I/We being holder(s) of True Leaf Medicine International Ltd. hereby appoint: Darcy Bomford, CEO and a Director of the Company, or failing him, Kevin Bottomley, a Director of the Company, or failing him, Michael Harcourt, Chairman of the Board of Directors and a Director of the Company,	someone
as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General and Special M held at Bacchus Law Corporation, Suite 1820 Cathedral Place, 925 West Georgia Street, Vancouver, BC, on Thursday, N adjournment or postponement thereof.	accordance with the following direction (or if no directions have been leeting of shareholders of True Leaf Medicine International Ltd. to be ovember 26, 2015 at 11:00 AM (Pacific Time) and at any
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.	
	For Against
1. Number of Directors To set the number of Directors at four (4).	
2. Election of Directors	hhold For Withhold Fo
01. Darcy Bomford 02. Kevin Bottomley	03. Michael Harcourt
04. Christopher Spooner	
	For Withhold
3. Appointment of Auditors Appointment of Davidson & Company LLP as Auditors of the Company for the ensuing year and authorizing	the Directors to fix their remuneration.
4. Approve the Adoption of New Articles	For Against
The existing Articles of the Company be cancelled and the new form of Articles, made available to sharehold Special Meeting to be held on November 26, 2015, be adopted as the Articles of the Company in substitution existing Articles.	ders for review before and at the n of, and to the exclusion of, the
	For Against
5. Approve Director Signing Authority Any one Director of the Company, signing alone, be authorized to execute and deliver all such documents a Articles, and to do such further acts, as may be necessary to give full effect to those resolutions or as may b and meaning thereof.	nd instruments, including the New e required to carry out the full intent
	For Against
6. Effect of Alteration to Articles Such alteration to the Articles does not take effect until this resolution is deposited with the records of the Co	ompany as prescribed by the Act.
7. Implementation of New Articles	For Against
The Directors of the Company be authorized to defer implementation of such alteration of the Articles or, by special resolution and abandon or terminate the alteration of the Articles if the Board deems it appropriate at to do so, without further confirmation, ratification or approval of the shareholders.	resolution of the Board, to revoke this and in the best interests of the Company
Authorized Signature(s) - This section must be completed for your Signature(s) instructions to be executed.	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.	
Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail. If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/	mailinglist.



