

VOTING RESULTS REPORT
Pursuant to Section 11.3 of National Instrument 51-102
OF
THE GREEN ORGANIC DUTCHMAN HOLDINGS LTD.
(the "Company")

The Company reports that the following matters were voted upon by the Shareholders of the Company at the Annual General and Special Meeting of all shareholders of the Company held on January 31, 2018 (the "Meeting"):

1. Shareholders voted to set the number of directors of the Company at seven (7).

Shares voted in person and proxies received represented 76,421,866 votes FOR and 144,000 votes AGAINST.

2. The following directors were elected at the Meeting, with the following voting results for each nominee:

<u>DIRECTOR</u>	<u>FOR</u>	<u>WITHHELD/ ABSTAIN</u>
Rob Anderson	77,384,693	34,000
Scott Skinner	21,617,624	55,801,069
Ian Wilms	77,411,127	8,000
David Doherty	77,309,693	109,000
Marc Bertrand	77,414,693	4,000
Jeffrey Scott	77,390,127	29,000
Nicholas Kirton	77,411,127	8,000

3. Deloitte LLP, Chartered Professional Accountants, were appointed auditor of the Company.

Shares voted in person and by proxies received represented 76,562,866 votes FOR and 3,000 votes WITHHELD.

4. Shareholders voted in favour of the ordinary resolution to authorize, confirm and approve the adoption by the Company of the 10% Rolling Share Option Plan (the "New Option Plan"); to authorize and approve the grant of all currently available and unallocated options issuable pursuant to the New Option Plan; and to authorize the Board to amend the New Option Plan, at its discretion, subject to all required regulatory and shareholder approvals.

Shares voted in person and proxies received represented 76,147,006 votes FOR and 418,860 votes AGAINST.

5. Shareholders voted in favour of the special resolution to approve the forward stock split of all outstanding Common Shares of the Company for up to three Common Shares for each one issued and outstanding Common Share.

Shares voted in person and proxies received represented 76,456,866 votes FOR and 109,000 votes AGAINST.

6. Shareholders voted in favour of the special resolution to approve the By-Law Amendment allowing the Company to change the shareholder meeting quorum requirement.

Shares voted in person and proxies received represented 76,165,999 votes FOR and 399,867 votes AGAINST.

There were NO non-votes recorded for any resolution. Non-votes are discretionary votes given to a broker by a US beneficial holder not allowed under Canadian Securities Regulations.