HARVEST HEALTH & RECREATION INC.

ODYSSEY
Stock Exchange Tower
1230, 300 5th Ave SW
Calgary, AB T2P 3C4

Form of Proxy – Annual and Special Meeting to be held on September 11, 2020

Appointment of Proxyholder
I/We being the undersigned holder(s) of **Harvest Health & Recreation Inc.** hereby appoint **Steve White,** or failing this person, **Mark Neal Barnard**

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein:

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 Annual and Special meeting (the "Meeting") of the holders (the "Shareholders") of subordinate voting shares ("Subordinate Voting Shares"), multiple voting shares ("Multiple Voting Shares"), and super voting shares of Harvest Health & Recreation Inc., a British Columbia corporation (the "Corporation"), to be held virtually on **September 11, 2020 commencing at 10:00 am (Pacific time)** at http://web.lumiagm.com/253542903 or at any postponement or adjournment thereof.

1. **Number of Directors.** To set the number of directors to be elected at the Meeting to at 6 (six) — **For** ☐ Against ☐

2. **Election of Directors.**

	For	Withhold		For	Withhold		For	Withhold
a. **Eula Adams**	☐	☐	b. **Scott Atkison**	☐	☐	c. **Mark Neal Barnard**	☐	☐
d. **Ana Dutra**	☐	☐	e. **Elroy Sailor**	☐	☐	f. **Steve White**	☐	☐

3. **Appointment of Auditors.** To appoint the auditors of Harvest for the ensuing year and to authorize the board of directors of the Corporation to fix their remuneration — **For** ☐ Withhold ☐

4. **Amend and Restate the Articles.** To consider, and if deemed appropriate, approve a special resolution authorizing the Corporation to amend and restate the Articles of the Corporation, which include certain amendments to the Articles of the Corporation, including (a) the adoption of an advance notice policy, (b) the removal of certain restrictions regarding the conversion of Multiple Voting Shares to Subordinate Voting Shares, (c) the ability of the directors to remove any director that is deemed to be an "Unsuitable Person", and (d) certain other corporate maintenance matters, as more particularly described in the management information circular of the Corporation dated as of August 4, 2020 (the "Information Circular") — **For** ☐ Against ☐

Authorized Signature(s) – This section must be completed for your instructions to be executed.

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**.

Signature(s): ____________________

____

Date / /
MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to **RECEIVE** Interim Financial Statements and accompanying Management's Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email. ☐

Annual Financial Statements – Check the box to the right if you would like **to RECEIVE** to receive the Annual Financial Statements and accompanying Management's Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email. ☐

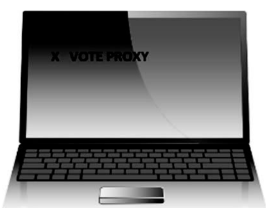
This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 10:00 a.m., Pacific Daylight Time, on September 9, 2020.

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 Annual and Special Meeting of Shareholders. 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, including the Information Circular.

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 on VOTE. You will require the CONTROL NUMBER printed with your address to the right. If you vote by Internet, do not mail this proxy.**

To Virtually Attend the Meeting:

You can attend the meeting virtually by visiting https://web.lumiagm.com and entering the meeting ID 253542903. If you are using your control number to log in to the meeting and you accept the terms and conditions, you will be revoking any and all previously submitted proxies for the meeting and will be provided the opportunity to vote by online ballot on the matters put forth at the meeting. IF YOU DO NOT WISH TO REVOKE A PREVIOUSLY SUBMITTED PROXY, YOU WILL NEED TO ATTEND THE MEETING AS A GUEST. For further information on the virtual Annual and Special Meeting and how to attend it, please view the Information Circular.

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 www.odysseycontact.com

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.

Shareholder Address and Control Number Here