

**HARVEST HEALTH & RECREATION INC. (THE “COMPANY”)**  
**ANNUAL AND SPECIAL MEETING OF THE SHAREHOLDERS (“SHAREHOLDERS”)**  
**OF THE COMPANY (THE “MEETING”) HELD ON FRIDAY SEPTEMBER 11, 2020**

In accordance with Section 11.3 of the National Instrument 51-102 Continuous Disclosure Obligations, the matters voted upon and the outcome of voting at the Meeting are as follows:

1. Number of Directors

The number of directors was set at six for the ensuing year:

	Number and percentage of votes attached to shares* of the Company (“Shares”) represented in person or by proxy and entitled to vote at the Meeting that were voted FOR	Number and percentage of votes attached to Shares represented in person or by proxy and entitled to vote at the Meeting that were voted AGAINST
Number of Directors	521,019,862 (99.90%)	523,439 (0.10%)

\*Each Super Voting Share has 200 votes, each Multiple Voting Share has 100 votes and each Subordinate Voting Share has 1 vote on all matters put before shareholders.

2. Election of Directors

At the Meeting, each of the following six nominees were elected as directors of the Company by a vote held by ballot for each nominee as follows:

Director	Number and percentage of votes attached to Shares represented in person or by proxy and entitled to vote at the Meeting that were voted FOR	Number and percentage of votes attached to Shares represented in person or by proxy and entitled to vote at the Meeting that were WITHHELD from voting
Eula Adams	521,140,441 (99.92%)	402,860 (0.08%)
Scott Atkison	520,962,915 (99.89%)	580,386 (0.11%)
Mark Neal Barnard	521,103,196 (99.92%)	440,105 (0.08%)
Ana Dutra	521,143,144 (99.92%)	400,157 (0.08%)
Elroy Sailor	521,123,673 (99.92%)	419,628 (0.08%)
Steve White	520,853,119 (99.87%)	690,182 (0.13%)

3. Appointment of Auditor

Haynie & Company was re-appointed auditor of the Company, to hold office until the next annual meeting of Shareholders and the directors of the Company were authorized to fix the auditor’s remuneration by a vote held by ballot as follows:

	Number and percentage of Shares represented in person or by proxy and entitled to vote at the Meeting that were voted FOR	Number and percentage of Shares represented in person or by proxy and entitled to vote at the Meeting that were WITHHELD from voting
Haynie & Company	540,360,762 (99.88%)	639,589 (0.12%)

4. Resolution to Amend and Restate the Articles of the Company

	Number and percentage of votes attached to Shares represented in person or by proxy and entitled to vote at the Meeting that were voted FOR	Number and percentage of votes attached to Shares represented in person or by proxy and entitled to vote at the Meeting that were voted AGAINST
Amend and Restate Articles of the Company	517,905,904 (99.30%)	3,637,397 (0.70%)

Dated this 11<sup>th</sup> day of September 2020.

**HARVEST HEALTH & RECREATION INC.**

By: (Signed) "Steve White" \_\_\_\_\_

Steve White

Chief Executive Officer and Director