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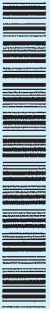
Mr A Sample
 Designation (if any)
 Add1
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Security Class

COMMON SHARES

Holder Account Number

C1234567890 XXX



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BLUE Form of Proxy - Annual General and Special Meeting to be held on Tuesday, September 25, 2018

This Blue 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 you would like to attend the meeting and vote in person, please submit your Form of Proxy by 10:00 am (Calgary Time) on September 21, 2018. The Chair of the Meeting may waive or extend the proxy cut-off at his or her discretion without notice.
2. 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. The latest dated proxy submitted supersedes any previously given proxy.
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.

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Proxies submitted must be received by 10:00 am, Calgary Time, on Friday, September 21, 2018

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



To Vote Using the Internet

- 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 123456789012345



Appointment of Proxyholder

I/We being holder(s) of GrowMax Resources Corp. hereby appoint(s): Stephen Keith, Chief Executive Officer, or failing him, Ross McCutcheon, Chairman (the "Management Designees")

OR

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

[Empty box for appointing person name]

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder 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 the Annual General and Special Meeting (the "Meeting") of holders of common shares of GrowMax Resources Corp. (the "Corporation") to be held at the offices of McCarthy Tétrault, 421 7 Ave SW, Calgary, AB, T2P 4K9 on Tuesday, September 25, 2018 at 10:00 am (Calgary Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

1. Proposed PrimaSea Acquisition

To consider and, if thought appropriate, to approve, with or without variation, a resolution approving the acquisition of PrimaSea Holdings Ltd. by the Corporation, as described in the management information circular for the Meeting (the "Circular").

For Against

[For] [Against]

2. Number of Directors

To fix the number of Directors to be elected at the meeting at six (6).

For Against

[For] [Against]

3. Election of Directors

Table with 6 columns: Director Name, For, Withhold, Director Name, For, Withhold, Director Name, For, Withhold. Includes names like Ross McCutcheon, Carlos Lau, Ron Ho, Rakesh Kapur, John Van Brunt, Steven Paxton.

4. Appointment of Auditors

To appoint PricewaterhouseCoopers LLP, Chartered Accountants, of Calgary, Alberta as the auditors of the Corporation, at a remuneration to be fixed by the board of directors.

For Withhold

[For] [Withhold]

5. Equity Incentive Plan

To consider and, if thought appropriate, to approve, with or without variation, a resolution approving a new equity incentive plan for the Corporation, as described in the Circular.

For Against

[For] [Against]

6. New General By-Law

To consider and, if thought appropriate, to approve, with or without variation, a resolution approving a new general by-law for the Corporation, as described in the Circular.

For Against

[For] [Against]

7. Advance Notice By-Law

To consider and, if thought appropriate, to approve, with or without variation, a resolution approving the advance notice by-law for the Corporation adopted by the directors of the Corporation on July 26, 2018, as described in the Circular.

For Against

[For] [Against]

8. Share Consolidation

To consider and, if thought appropriate, to approve, with or without variation, a resolution approving the consolidation of the outstanding common shares of the Corporation on the basis of six (6) pre-consolidation common shares for every one post-consolidation common share, as described in the Circular.

For Against

[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

[Signature box]

MM / DD / YY

Interim Financial Statements – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

Annual Financial Statements – Mark this box if you would NOT like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

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/maillinglist.