

**GROWLIFE, INC.**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

ANNUAL MEETING OF STOCKHOLDERS – OCTOBER 23, 2017 AT 3:00 P.M., LOCAL TIME

**CONTROL ID:  
REQUEST ID:**

The undersigned stockholder(s) of Growlife, Inc., hereby revoking any proxy heretofore given, does hereby appoint Marco Hegyi or Mark Scott, and each of them, with full power to act alone, to represent the undersigned and to vote all shares of common stock of the Company that the undersigned is entitled to vote at the 2017 Annual Meeting of Stockholders of the Company to be held on October 23, 2017 at 3:00 p.m., local time, at our headquarters at 5400 Carillon Point, Kirkland, WA 98033, and any and all adjournments and postponements thereof, with all powers the undersigned would possess if personally present, on the following proposals, each as described more fully in the accompanying proxy statement, and any other matters coming before said meeting.

(CONTINUED AND TO BE SIGNED ON REVERSE SIDE.)

**VOTING INSTRUCTIONS**

If you vote by phone, fax or internet, please **DO NOT** mail your proxy card.



**MAIL:** Please mark, sign, date, and return this Proxy Card promptly using the enclosed envelope.



**FAX:** Complete the reverse portion of this Proxy Card and Fax to 202-521-3464.



**INTERNET:** [HTTPS://WWW.IPROXYDIRECT.COM/PHOT](https://www.iproxydirect.com/PHOT)



**PHONE:** 1-866-752-VOTE(8683)

↓ Please ensure you fold then detach and retain this portion of this Proxy ↓

**ANNUAL MEETING OF THE STOCKHOLDERS OF  
GROWLIFE, INC.**

PLEASE COMPLETE, DATE, SIGN AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE.  
PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE:

**PROXY SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

<b>Proposal 1</b>	→	<b>FOR ALL</b>	<b>WITHHOLD ALL</b>	<b>FOR ALL EXCEPT</b>	
To elect four nominees to serve on the Board until the 2018 Annual Meeting of Stockholders: Marco Hegyi Mark E. Scott Michael E. Fasci Katherine McLain		<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
<b>Proposal 2</b>	→	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	
To adopt and approve the 2017 Stock Incentive Plan.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<b>Proposal 3</b>	→	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	
To approve an amendment to the Company's Certificate of Incorporation to increase the authorized shares of common stock ("Common Stock") from 3,000,000,000 to 6,000,000,000.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<b>Proposal 4</b>	→	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	
To ratify the appointment of SD Mayer and Associates, LLP of Seattle, Washington as the Company's independent registered public accounting firm for the fiscal years ending December 31, 2016 and 2017.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<b>Proposal 5</b>	→	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	
To approve, on a non-binding advisory basis, the compensation paid to the Company's named executive officers.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<b>Proposal 6</b>	→	<b>ONE YEAR</b>	<b>TWO YEAR</b>	<b>THREE YEAR</b>	<b>ABSTAIN</b>
To vote, on a non-binding advisory basis, on the frequency (i.e., every one, two, or three years) of holding an advisory shareholder vote to approve the compensation paid to the Company's named executive officers.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Proposal 7</b>	→				
To transact such other business that may properly come before the Annual Meeting and at any adjournments thereof.					

**CONTROL ID:  
REQUEST ID:**

**MARK "X" HERE IF YOU PLAN TO ATTEND THE MEETING:**

MARK HERE FOR ADDRESS CHANGE  New Address (if applicable):

**The Board recommends that you vote your shares "FOR ALL" for Proposal 1, and "FOR" for Proposal 2, 3, 4, and 5 and "THREE YEAR" for Proposal 6. If you sign and return your proxy card without indicating how you want your shares to be voted, the named proxies will vote your shares as "FOR ALL" for Proposal 1, and "FOR" for Proposal 2, 3, 4, and 5 and "THREE YEAR" for Proposal 6.**

**IMPORTANT:** Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

Dated: \_\_\_\_\_, 2017

\_\_\_\_\_  
(Print Name of Stockholder and/or Joint Tenant)

\_\_\_\_\_  
(Signature of Stockholder)

\_\_\_\_\_  
(Second Signature if held jointly)