

WAIVER

TO: Sona Nanotech Inc. (“**Sona**”)
Siva Therapeutics, Inc. (“**Siva**”)
All of the Shareholders of Siva (the “**Siva Shareholders**”)

Reference is made to the share exchange agreement dated January 23, 2023 (the “**Share Exchange Agreement**”) among Sona, Siva, and the Siva Shareholders. Capitalized terms not otherwise defined herein have the meaning ascribed to them in the Share Exchange Agreement.

Pursuant to Section 8.9 of the Share Exchange Agreement, the undersigned hereby waive:

1. Any requirement for the completion of the First Tranche of the Equity Financing prior to the Closing; and
2. In particular, any references to First Tranche of the Equity Financing set out under the provisions in the recitals, Section 1.1, or paragraphs 5.2(c) and 7.2(b)(i) of the Share Exchange Agreement.

This Waiver may be executed in several counterparts and delivered by facsimile, e-mail, digital signature, or other electronic transmission, each of which so executed will be deemed to be an original, and such counterparts together will constitute one and the same instrument.

DATED: As of and effective from February 15, 2023.

SIVA THERAPEUTICS, INC.

Per: *s/Leonard Pagliaro*
Authorized Signatory

s/Leonard Pagliaro
LEONARD PAGLIARO

s/Steve Kregstein
STEVE KREGSTEIN

s/Dan Conley
DAN CONLEY

s/George Anastasio

GEORGE ANASTASIO

s/John Hennessey

JOHN HENNESSEY

THE SELZ FOUNDATION

s/Bernard Selz

Bernard Selz, Trustee

THE THIEL FOUNDATION

s/Brian Rowen

Brian Rowen, President