



WPD PHARMACEUTICALS INC.

Suite 1080, 789 West Pender Street, Vancouver, BC V6C 1H2

Tel: 604-428-7050

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of shareholders of WPD Pharmaceuticals Inc. (the “**Company**”) will be held at 900 – 885 West Georgia Street, Vancouver, BC, on Wednesday, September 29 at 10:00 a.m. PST for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended December 31, 2020, and the accompanying reports of the auditors;
2. to set the number of directors of the Company at three (3);
3. to elect Liam Lake Corcoran, Teresa Liliana Rzepczyk and Peter Novak as directors of the Company;
4. to appoint Davidson & Company LLP, Chartered Professional Accountants as the auditor of the Company for the fiscal year ending December 31, 2021 and to authorize the directors of the Company to fix the remuneration to be paid to the auditor for the fiscal year ending December 31, 2021;
5. to consider, and, if thought fit, to pass an ordinary resolution to approve the Company’s Stock Option Plan;
6. to consider, and, if thought fit, to pass a special resolution to approve that the Company delist its stock from trading on the CSE; and
7. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company's board of directors has fixed August 6, 2021 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please vote by proxy by following the instructions provided in the form of proxy at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

COVID-19

In view of COVID-19, the Company encourages Shareholders not to attend the Meeting in person. No more than 10 persons will be permitted to attend in person at the in-person location for the Meeting. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak. As always, the Company encourages Shareholders to vote prior to the Meeting.

Any person who intends to attend the Meeting in person must register at least 72 hours in advance and receive approval, by email notice with full name and contact information of Shareholder to Brittany Yap, byap@cwilson.com.

Shareholders are encouraged to vote on the matters before the meeting by proxy and to join the Meeting by Zoom. Any person who intends to attend the Meeting via Zoom must register his/her name and email address with the Company's CFO at least 72 hours in advance by email to Michael Malana, michael.malana@wpdpharmaceuticals.com. Registered persons will receive an invitation to the Zoom call by return email.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing, that holds your securities on your behalf (an "Intermediary"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Dated at Vancouver, British Columbia, this 1st day of September, 2021.

ON BEHALF OF THE BOARD OF DIRECTORS OF

WPD PHARMACEUTICALS INC.

"Liam Corcoran"

Liam Corcoran
Corporate Secretary and Director