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SUPPLEMENT TO MANAGEMENT INFORMATION CIRCULAR
As at February 9, 2018 *(unless otherwise indicated)*

This document is a supplement (the "**Supplement**") to the STATEMENT OF EXECUTIVE COMPENSATION disclosure in the management information circular dated February 9, 2018 (the "**Circular**") of Pascal Biosciences Inc. (the "**Company**") which was furnished in connection with the Company's annual and special meeting (the "**Meeting**") of shareholders ("**Shareholders**") to be held at Suite 1780 – 400 Burrard Street, Vancouver, BC V6C 3A6 on March 12, 2018 at 10:00 a.m. (Vancouver time).

The purpose of this Supplement is to provide disclosure under the Statement of Executive Compensation Practices section of the Circular as it was incorporated only by reference.

This Supplement will be mailed to Shareholders and is available on SEDAR at www.sedar.com. Shareholders should carefully review the Circular for disclosure regarding all other aspects of the Meeting.

The information contained below is provided as required under Form 51-102F6V for Venture Issuers, as such term is defined in National Instrument 51-102.

DEFINITIONS

"Chief Executive Officer" or "CEO" of the Company means an individual who served as chief executive officer of the Company or acted in a similar capacity during the most recently completed financial year;

"Chief Financial Officer" or "CFO" of the Company means an individual who served as chief financial officer of the Company or acted in a similar capacity during the most recently completed financial year;

"Compensation Securities" includes stock options, convertible securities, exchangeable securities and similar instruments including stock appreciation rights, deferred share units and restricted stock units granted or issued by the company or one of its subsidiaries for services provided or to be provided, directly or indirectly, to the company or any of its subsidiaries;

"Exchange" means the TSX Venture Exchange Inc.

"external management company" includes a subsidiary, affiliate or associate of the external management company**;**

"NEO" or "named executive officer" means each of the following individuals:

(a) a CEO;

(b) a CFO;

(c) each of the three most highly compensated executive officers, or the three most highly compensated individuals acting in a similar capacity, other than the CEO and CFO, at the end of the most recently completed financial year whose total compensation was, individually, more than $150,000, as determined in accordance with subsection 1.3(6) of Form 51-102F6, for that financial year; and

(d) each individual who would be an NEO under paragraph (c) but for the fact that the individual was neither an executive officer of the company, nor acting in a similar capacity, at the end of that financial year;

“Option Plan” means Company’s 10% rolling stock option plan that was ratified and approved by the shareholders at the Company’s annual and special meeting on December 12, 2016;

“Plan” includes any plan, contract, authorization, or arrangement, whether or not set out in any formal document, where cash, compensation securities or any other property may be received, whether for one or more persons and includes the Company’s Option Plan; and

“underlying securities” means any securities issuable on conversion, exchange or exercise of compensation securities.

DIRECTOR AND NAMED EXECUTIVE OFFICER COMPENSATION

The following table provides a summary of compensation paid, directly or indirectly, for each of the two most recently completed financial years (ended November, 2017 and 2016 respectively), to the directors, and to the following persons (collectively, the “Named Executive Officers” or “NEOs”):

Table of compensation excluding compensation securities							
Name and position	**Year**	**Salary, consulting fee, retainer or commission ($)**	**Bonus ($)**	**Committee or meeting fees ($)**	**Value of perquisites ($)**	**Value of all other compensation ($)**	**Total compensation ($)**
Reinhard Gabathuler , Director	2017	52,000	Nil	Nil	Nil	Nil	52,000
	2016	96,000	Nil	Nil	Nil	Nil	96,000
Patrick Gray, Chief Executive Officer, President (1)	2017	120,000	Nil	Nil	Nil	Nil	120,000
	2016	120,000	Nil	Nil	Nil	Nil	120,000
Judi Dalling,	2017	65,000	Nil	Nil	Nil	Nil	65,000

Chief Financial Officer	2016	65,000	Nil	Nil	Nil	Nil	65,000
Karoly Nikolich, Director	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	Nil	Nil	Nil	Nil	Nil	Nil
Jens Biertumpel, Director(2)	2017	8,000(2)	Nil	Nil	Nil	Nil	8,000
	2016	13,250(2)	Nil	Nil	Nil	Nil	13,250
Terry Pearson, Director	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	Nil	Nil	Nil	Nil	Nil	Nil
Thomas Gadek, Director	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

1. During the fiscal year ended November 30, 2017 and 2016, the Company paid or accrued consulting fees of $8,000 and $13,250 respectively to Mr. Jens Biertumpel in connection with Mr. Biertumpel's participation in various investor conferences;

EXTERNAL MANAGEMENT COMPANIES

Mr. Patrick Grey, provided consulting services to the Company and his management company, MolaQule LLC, was paid directly for his services until June 30, 2017.

STOCK OPTIONS AND OTHER COMPENSATION SECURITIES

The following table provides a summary of all compensation securities granted or issued to each director and Named Executive Officer by the Company or one of its subsidiaries during the financial year ended November 30, 2017 for services provided or to be provided, directly or indirectly, to the Company or any of its subsidiaries:

Compensation Securities							
Name and position	**Type of compensation security**	**Number of compensation securities, number of underlying securities, and percentage of class**	**Date of issue or grant**	**Issue, conversion or exercise price ($)**	**Closing price of security or underlying security on date of grant ($)(1)**	**Closing price of security or underlying security at year end ($)**	**Expiry date**
Reinhard Gabathuler (2)	-	-	-	-	-	-	-
Patrick Gray, Chief Executive Officer, President (2)	-	-	-	-	-	-	-
Judi Dalling, Chief	Stock Options(3)	35,000	June 28,	0.33	0.33	0.29	June 27,

Financial Officer		N/A	2017				2022
Karoly Nikolich, Director	Stock Options[3]	50,000 N/A	June 28, 2017	0.33	0.33	0.29	June 27, 2022
Jens Biertumpel, Director	-	-	-	-	-	-	-
Terry Pearson, Director	Stock Options[3]	105,000 N/A	June 28, 2017	0.33	0.33	0.29	June 27, 2022
Thomas Gadek, Director	Stock Options[3]	50,000 N/A	June 28, 2017	0.33	0.33	0.29	June 27, 2022

Notes:

(1) The last closing price of the Company's Common Shares before the issuance of the news release announcing the grant of stock options;

(2) On April 22, 2016 Mr. Gabathuler stepped down and Mr. Patrick Gray was appointed to serve as Chief Executive Officer and President of the Company;

(3) These options vest and may be exercised as to 1/4 options 3 months after the date of grant, and 1/4 options each three months thereafter until fully vested (12 months following the date of grant); and

(4) As at November 30, 2017 (the Company's most recently completed financial year), Mr. Gabathuler held a total of 535,000 Company's stock options, Mr. Gray held a total of 467,000 Company's stock options, Ms. Dalling held a total of 300,000 of the Company's stock options, Mr. Nikolich held a total of 402,500 of the Company's stock options, Mr. Biertumpel held a total of 422,500 of the Company's stock options, Mr. Pearson held a total of 300,000 of the Company's stock options and Mr. Gadek held a total of 300,000 of the Company's stock options.

STOCK OPTION PLANS AND OTHER INCENTIVE PLANS

The Company's has a 10% rolling stock option plan (the "Option Plan") that was previously ratified and approved by the shareholders at the Company's annual and special meeting on December 12, 2016.

The Option Plan is a "rolling" stock option plan whereby a maximum of 10% of the issued Common Shares of the Company, from time to time, may be reserved for issuance under the Option Plan provided that as long as the Company is a capital pool company (as defined in the policies of the TSXV) such number may not exceed 10% of the Common Shares outstanding as at the closing of the Company's initial public offering. As the Company's Option Plan is a "rolling" plan, the policies of the TSXV require that the Company seek shareholder approval of the Option Plan annually. The Option Plan is administered by the Company's board of directors.

1. The aggregate number of common shares which may be issued and sold under the Option Plan will not exceed 10% of the issued and outstanding shares at the time of grant of any option under the Option Plan.

2. The option price of any common shares in respect of which an option may be granted shall be fixed by the Board provided that the minimum exercise price shall not be less than the market

price of the common shares at the time the option is granted, less the discounts permitted by the Exchange.

3. Stock options under the Option Plan may be granted by the Board of Directors to directors, senior officers, employees or consultants of the Corporation, collectively known as the "Participants".

4. Options granted under the Option Plan are exercisable over a period not exceeding ten years, provided that notwithstanding the foregoing, if the term of any Option granted under the Option Plan ends on a day occurring during a blackout period (being the period imposed by the Company during which insiders are prohibited from trading in the securities of the Company) or within nine business days thereafter, such expiry date of the Option shall be automatically extended without any further act or formality to that date which is the tenth business day after the end of the blackout period, such tenth business day to be considered the expiry date for such Option for all purposes under the Option Plan.

5. Subject to any vesting restrictions imposed by the TSXV, the Board of Directors may, in its sole discretion, determine the time during which options shall vest and the method of vesting, or that no vesting restriction shall exist.

6. no single Participant may be granted options to purchase a number of common shares of the Company equaling more than 5% of the issued Common Shares of the Company in any one twelve-month period unless the Company has obtained disinterested shareholder approval in respect of such grant and meets applicable TSXV requirements;

7. Options shall not be granted if the exercise thereof would result in the issuance of more than 2% of the issued Common Shares of the Company in any twelve-month period to any one consultant of the Company (or any of its subsidiaries); and

8. Options shall not be granted if the exercise thereof would result in the issuance of more than 2% of the issued Common Shares of the Company in any twelve month period to persons employed to provide investor relations activities. Options granted to consultants performing investor relations activities will contain vesting provisions such that vesting occurs over at least 12 months with no more than ¼ of the options vesting in any 3 month period.

9. No Options can be granted under the Option Plan if the Company is on notice from the TSXV to transfer its listed shares to the NEX or while the Company’s shares trade on the NEX.

10. If a Participant ceases to be a technical consultant/non-technical consultant or employee of the Company or any of its subsidiaries as a result of retirement, resignation or termination without cause, such Participant shall have the right for a period of 90 days (or until the normal expiry date of the option rights of such Participant, if earlier) from the date of ceasing to be a technical consultant/non-technical consultant or employee to exercise all unexercised option rights of that Participant under the Option Plan to the extent they were exercisable on the date of ceasing to be a technical consultant/non-technical consultant or employee; provided that if such Participant was engaged in investor relations activities, such exercise must occur within 30 days after the cessation of the Participant’s services to the Company (subject to extension at the discretion of the Board).

11. If a Participant ceases to be a director or officer of the Company or any of its subsidiaries as a result of retirement, resignation or termination without cause, subject to the discretion of the Board of Directors, such Participant shall have the right for a period of one year (or until the normal expiry date of the option rights of such Participant, if earlier) from the date of ceasing to

be a director or officer to exercise all unexercised option rights of that Participant under the Option Plan to the extent they were exercisable on the date of ceasing to be a director or officer.

12. No right or interest of any Participant in or under the Option Plan is assignable or transferable, in whole or in part, either directly or by operation of law or otherwise in any manner except by bequeath or the laws of descent and distribution.

13. In the event an Option granted under the Option Plan expires unexercised or is terminated by reason of dismissal of the Participant for cause or is otherwise lawfully cancelled prior to exercise of the option, the option shares that were issuable thereunder will be returned to the Option Plan and will be eligible for reissuance.

14. Subject to applicable approval of the TSXV, the Board of Directors may, at any time, suspend or terminate the Option Plan, amend or revise the terms of the Option Plan; provided that no such amendment or revision shall result in a material adverse change to the terms of any Options theretofore granted under the Option Plan, unless shareholder approval, or disinterested shareholder approval, as the case may be, is obtained for such amendment or revision.

EMPLOYMENT, CONSULTING AND MANAGEMENT AGREEMENTS

The Company entered into a consulting agreement with Ms. Judi Dalling for services in her capacity as Chief Financial Officer and Corporate Secretary. Pursuant to this consulting agreement the Company pays Ms. Dalling an annual consulting fee of $65,000 payable in equal monthly installments in advance. Ms. Dalling is also eligible to receive bonuses from time to time and reimbursement for approved out-of-pocket expenses. The agreement provides that should the Company terminate the agreement without cause, or in the event that there is a change of control of the Company, as defined in the agreement, and the consulting services of Ms. Dalling are terminated within 12 months from the date of such change of control, the Company will make a lump sum termination payment to Ms. Dalling that is equal to 3 months of the base consulting fee. If the contract was terminated without cause as at November 30, 2017, the estimated incremental payments resulting from such termination would be $16,250.

The Company entered into a consulting agreement with MolaQule LLC and Mr. Patrick Gray for services in his capacity as Chief Executive Officer and President. Pursuant to this consulting agreement the Company pays MolaQule LLC an annual consulting fee of $120,000 payable in equal monthly installments at the end of each month and a total of $250 per diem for travel expenses and meals for trips to Vancouver. Mr. Gray is also eligible to receive bonuses from time to time and reimbursement for approved out-of-pocket expenses. The agreement provides that should the Company terminate the agreement without cause, the Company will make a lump sum termination payment to MolaQule LLC that is equal to 1 month of the base consulting fee. The agreement further provides that in the event that there is a change of control of the Company, as defined in the agreement, and the consulting services of Mr. Gray are terminated within 12 months from the date of such change of control, the Company will make a lump sum termination payment to MolaQule LLC that is equal to 2 months of the base consulting fee. Starting July 1, 2017 Mr. Gray became an employee of the Company on the same terms. If the contract was terminated without cause as at November 30, 2017, the estimated incremental payments resulting from such termination would be $20,000.

OVERSIGHT AND DESCRIPTION OF DIRECTOR AND NAMED EXECUTIVE OFFICER COMPENSATION

Compensation of Directors

Given the Company's status as an early-stage company, the Board of Directors does not feel that any payment to the non-executive directors is appropriate. Long term incentives (stock options) are granted from time to time, based on an existing complement of long term incentives, corporate performance and to be competitive with other companies of similar size and scope.

Compensation of Named Executive Officers

Given the Company's status as an early-stage company, the Board of Directors does not feel that a compensation committee is required to evaluate compensation. The Board reviews and approves compensation paid to the Company's Named Executive Officers.

Compensation objectives include attracting and retaining highly-qualified individuals, creating among directors, officers, consultants and employees, a corporate environment which will align their interests with those of the shareholder and ensuring competitive compensation that is also affordable for the Company.

The compensation program is designed to provide competitive levels of compensation. The Company recognizes the need to provide a total compensation package that will attract and retain qualified and experienced executives as well as align the compensation level of each executive to that executive's level of responsibility. In general, the Company's Named Executive Officers may receive compensation that is comprised of three components: (a) salary, wages or contractor payments; (b) stock option grants; and (c) bonuses.

The Company has not begun to market any product or to generate revenues. As a result, the use of traditional performance standards, such as corporate profitability, is not considered by the Company to be appropriate in the evaluation of the performance of the Named Executive Officers. The salaries are set on a basis of a review and comparison of salaries paid to executives at similar companies.

Stock option grants are designed to reward the Named Executive Officers for success on a similar basis as the shareholders of the Company, although the level of reward provided by a particular stock option grant is dependent upon the volatility of the stock market.

Bonuses paid to the Named Executive Officers are allocated on an individual basis and are based on review by the Board of Directors of the work planned during the year and the work achieved during the year, including work related to advances in research and development, administration, financing, shareholder relations and overall performance. The bonuses are paid to reward work done above the base level of expectations set by the base salary, wages or contractor payments.

The Company does not have a share-based award incentive plan.

PENSION DISCLOSURE

The Company does not have a pension plan in place and therefore there were no pension plan benefit awards made to the Named Executive Officers during the fiscal year ended November 30, 2017.