

PASCAL BIOSCIENCES INC.

Pascal Biosciences Inc.
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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special and annual general meeting (“**Meeting**”) of the holders of common shares (“**Shares**”) of Pascal Biosciences Inc. (“**PASCAL**” or the “**Company**”) will be held at 880-580 Hornby Street, Vancouver, B.C. V6C 3B6 on December 20, 2021 at 9:00 A.M. PST.

In light of the ongoing public health concerns related to COVID-19 and in order to comply with measures imposed by the federal and provincial governments, the Company is encouraging Shareholders and others not to attend the Meeting in person, but instead to submit their votes by proxy well in advance of the Meeting proxy deadline of 9:00 a.m. (Pacific Time) on December 16, 2021. There is very limited seating. Shareholders wishing to attend the Meeting in person must call the offices of Malaspina Consultants Inc. at (604) 806-0626 by 4:00 P.M. PST on December 16, 2021 for further instructions on in-person attendance availability and procedures.

The Company is offering Shareholders the option to listen and participate (but not vote) at the Meeting in real time by Zoom: Below is the link for the Zoom Meeting scheduled for Dec 20, 2021 at 9 AM, PST.

Register in advance for this Meeting:

<https://us06web.zoom.us/meeting/register/tZ0rdOCqrzMrEtZ0iTaSoF-yyYzImdlpVcAH>

After registering, you will receive a confirmation email containing information about joining the Meeting. To avoid delays on the Meeting date, management strongly recommends that you pre-register as soon as possible and at least 48 hours in advance of the Meeting.

Shareholders who intend to attend the Meeting via Zoom must **submit votes by Proxy ahead of the proxy deadline of 9:00 a.m. (Pacific Time) on December 16, 2021**. Attendance by Zoom allows Shareholders to listen to, but not to vote at, the Meeting.

The Meeting is to be held for the following purposes:

1. to receive the financial statements of the Company for its financial year ended November 30, 2020 and the auditor’s report thereon;
2. to elect directors to the Company for the ensuing year;
3. to appoint Smythe LLP as auditors of the Company for the ensuing year and authorize the directors to fix their remuneration;
4. to approve the Company’s 10% Rolling Stock Option Plan;
5. to approve the issue of 500,00 Shares for Services to the CEO, Robert Gietl
6. to approve the destruction of proxies one year after the Meeting date, provided there is no challenge to the proceedings.
7. to transact such other business as may properly come before the Meeting and any adjournment thereof.

Accompanying this Notice are an Information Circular and Form of Proxy.

Persons who have within 14 days of the date of the Meeting: (i) Covid-19 symptoms, (ii) been in close contact with another person with Covid-19 symptoms cannot attend the Meeting and should therefore vote only by proxy. For those shareholders who attend the Meeting, physical distancing measures will be applicable as directed by the

Provincial Health Officer. The Company also reserves the right to change the location, date and time of the Meeting, based on developments with the COVID-19 pandemic.

Only shareholders of record on November 15, 2021 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must have deposited his duly executed form of proxy not later than 9.00 a.m. Eastern Standard Time (“EST”) on December 16, 2021, or, if the Meeting is adjourned, not later than 48 hours preceding the time of such adjourned Meeting.

Regardless of whether a shareholder plans to attend the Meeting in person, we request that each shareholder please complete, date, and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure their shares will be voted at the Meeting. A shareholder who holds shares in a brokerage account is not a registered shareholder.

DATED at Vancouver, B.C. this 18th day of November, 2021.

ON BEHALF OF THE BOARD OF DIRECTORS OF PASCAL BIOSCIENCES INC.

(signed) “Robert Gietl”

Robert Gietl,

Chief Executive Officer, Director