



2021 ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS

You are receiving this notification as Revive Therapeutics Ltd. (the “**Corporation**”) has decided to use the notice and access model for delivery of meeting materials for its 2021 Annual and Special Meeting of shareholders (the “**Meeting**”). This Notice of Meeting is prepared under the notice-and-access rules that came into effect on February 11, 2013 under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under notice and access, shareholders still receive a proxy or voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the management information circular (the “**Information Circular**”), shareholders receive this notice with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally responsible as it will help reduce paper use and will also reduce the cost of printing and mailing Meeting materials to shareholders.

MEETING DATE AND LOCATION

Date and Time: 11:00 a.m. EDT, Monday, April 12, 2021
Place: Canadian Venture Building, 82 Richmond Street East
Toronto, Ontario M5C 1P1

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

- (i) **Election of Directors:** Shareholders will be asked to elect five (5) directors for the ensuing year. Information may be found in the “Election of Directors” section of the Information Circular.
- (ii) **Appointment of Auditor:** Shareholders will be asked to appoint Clearhouse LLP, Chartered Professional Accountants as the Corporation’s auditor for the fiscal year ending June 30, 2021, and authorize the Corporation’s directors to fix the auditor’s remuneration. Information may be found in the “Appointment of Auditors” section of the Information Circular.
- (iii) **Approval of Stock Option Plan:** Shareholders will be asked to consider, and if thought fit, to pass an ordinary resolution providing for the approval of the Corporation’s Incentive Stock Option Plan. Information may be found in the “Approval of Stock Option Plan” section of the Information Circular.
- (iv) **Other Business:** Shareholders may be asked to consider other items of business that may be properly brought before the Meeting. Information respecting the use of discretionary authority to vote on any such other business may be found in the “Voting of Proxies” section of the Information Circular.

Reference is made to the Management Information Circular of the Corporation dated March 1, 2021, which contains additional details concerning the matters outlined above.

**SHAREHOLDERS ARE REMINDED TO VIEW
THE INFORMATION CIRCULAR FOR THE MEETING PRIOR TO VOTING**

Website where Meeting Materials are Posted:

Materials for the Meeting may be viewed on the Corporation's website at:

<http://www.revivethera.com/invest.html>

Materials for the Meeting may also be viewed online at: www.sedar.com

How to Obtain Paper Copies of the Meeting Materials:

Shareholders may request paper copies of the materials for the Meeting be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date of the Information Circular was filed on SEDAR. Shareholders who wish to receive paper copies of the Meeting Materials may request copies by contacting the Corporation via:

Telephone: 905 605 5535

Email: info@revivethera.com

Requests should be received at least five (5) business days in advance of the proxy cut-off date set out in the accompanying proxy or voting instruction form in order to receive the meeting materials in advance of the date of the Meeting.

Voting:

Voting is facilitated by the Corporation's transfer agent, Computershare Trust Company of Canada. *Registered shareholders* are asked to return their proxies using one of the following methods at least one business day in advance of the proxy cut-off date as set out in the accompanying proxy:

Internet: www.investorvote.com

Telephone: 1-866-732-VOTE (8683)

Mail: Computershare Trust Company of Canada, Proxy Dept.
100 University Avenue, 8th Floor, Toronto, Ontario, Canada M5J 2Y1

Non-registered holders are asked to use the voter instruction form provided by your intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by your intermediary with sufficient time for them to file a proxy by the deadline noted above.

Shareholders with questions about this Notice-and-Access Notification can email the Corporation at info@revivethera.com.