



VEXT Science, Inc.
Suite 2250, 1055 West Hastings St.
Vancouver, BC V6E 2E9
Telephone: (604) 688-9588

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

The annual general and special meeting of shareholders of **VEXT Science, Inc.** (the “Company”) will be held at Suite 2250, 1055 West Hastings Street, Vancouver, British Columbia, on Thursday, December 10, 2020 at 10:00 a.m., Pacific Time, (the “Meeting”).

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 10:00 a.m. (Pacific Time) on December 8, 2020. Shareholders who wish to attend the Meeting in person must call the Company (604) 688-9588 at least 48 hours prior to the date of the Meeting for further instructions on in-person attendance procedures.

The Company will offer Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at the following coordinates:

Join by Phone - Dial by your Location

Canada Toll Free: **1-855- 244-8677**

US Toll Free: **1-855-282-6330**

Meeting Access Code: **799-254-472**

As of the date of this Notice, we intend to hold the Meeting in the traditional personal attendance format, but will also include a telephone conference call so shareholders can listen to the Meeting in real time. We are continuously monitoring the current coronavirus pandemic, and in light of rapidly evolving news and guidelines related to COVID-19, and we ask that, in considering whether to attend the Meeting in person, Shareholders follow instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>) and any applicable additional provincial and local health department instructions. You should not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days prior to the Meeting. **In order to minimize group sizes and respect social distancing regulations, all Shareholders are urged to vote on the matters before the Meeting by proxy, which proxy can be submitted electronically or by mail as described in the accompanying Information Circular.** We reserve the right to take any additional precautionary measures we deem appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 pandemic. Should any changes to the Meeting format occur, the Company will announce any and all changes by way of news release, which will be filed under the Company’s profile at www.sedar.com. We strongly recommend you check the Company’s website <https://vextscience.com>, prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 pandemic, the Company will **not** prepare or mail amended Meeting materials.

Shareholders who intend to attend the meeting via teleconference must **submit votes by Proxy ahead of the proxy deadline of 10:00 a.m. (Pacific Time) on December 8, 2020.** Attendance by teleconference allows Shareholders to listen to, but not to vote at the Meeting.

Purpose of the Meeting

The Meeting is to be held for the following purposes:

1. To receive and consider the audited consolidated annual financial statements of the Company for the fiscal years ended December 31, 2019 and December 31, 2018, the reports of the auditor thereon and the related management discussion and analysis;
2. To set the number of directors for the ensuing year;
3. To elect directors of the Company for the ensuing year;
4. To appoint an auditor of the Company for the ensuing year; and
5. To ratify and approve adoption of the Company's Restricted Share Unit Plan.

An Information Circular accompanies this Notice and contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure their shares are voted at the Meeting are asked to complete, date and sign the enclosed form of Proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered (beneficial) shareholders who plan to attend the Meeting must follow the instructions set out in the Proxy or Voting Instruction Form to ensure their shares are voted at the Meeting. If you hold your shares in a brokerage account you are a non-registered (beneficial) shareholder.

DATED at Vancouver, British Columbia, November 12, 2020.

BY ORDER OF THE BOARD

“Eric Offenberger”

Eric Offenberger
President and Chief Executive Officer