



**VEXT Science, Inc.**  
4152 N. 39<sup>th</sup> Avenue  
Phoenix, Arizona 85019  
USA  
Telephone: (844) 211-3725

### **NOTICE OF ANNUAL GENERAL MEETING**

The annual general meeting of shareholders of **VEXT Science, Inc.** (the “**Company**”) will be held at Suite 2250, 1055 West Hastings Street, Vancouver, British Columbia, on Wednesday, December 15, 2021 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 13, 2021. Shareholders who wish to attend the Meeting in person must call the Company (604) 691-7491 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**

At the date of this Notice and the accompanying Information Circular it is the intention of the Company to hold the Meeting at the location stated above in this Notice. We are continuously monitoring development of the current coronavirus (COVID-19) outbreak (“COVID-19”). In light of the rapidly evolving public health guidelines related to COVID-19, we ask shareholders to consider voting their shares by proxy and not attend the meeting in person. Those shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada available at: <https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>. We ask that shareholders also review and follow the instructions of any regional health authorities of the Province of British Columbia, including the Vancouver Coastal Health Authority, the Fraser Health Authority and any other health authority holding jurisdiction over the areas you must travel through to attend the Meeting. Do 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 immediately prior to the Meeting. All shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.

The Company reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; (v) denying access to persons that do not have evidence of full vaccination or a negative COVID-19 rapid test result completed within 24 hours immediately prior to the Meeting, and (vi) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company's profile on SEDAR. We strongly recommend you check the Company's SEDAR profile prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will not prepare or mail amended Meeting Proxy Materials.

**\*\*\*DUE TO THE COVID-19 VIRUS, WE ARE REQUESTING THAT ALL SHAREHOLDERS VOTE THEIR SHARES BY PROXY AND AVOID ATTENDING THE MEETING IN PERSON\*\*\***

Shareholders who intend to attend the meeting via telephone conference must submit votes by Proxy ahead of the proxy deadline of 10:00 a.m. (Pacific Time) on Monday, December 13, 2021. Attendance by telephone conference 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 and consider the audited financial statements of the Company for the fiscal year ended December 31, 2020, together with the auditor's report thereon;
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 Harbourside CPA, LLP as the auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration;
5. To ratify and approve the Company's Stock Option Plan for continuation until the Company's next annual general meeting, as such Stock Option Plan is more particularly described in the accompanying Information Circular;
6. To ratify and approve the Company's Restricted Share Unit Plan for continuation until the Company's next annual general meeting, as such Restricted Share Unit Plan is more particularly described in the accompanying Information Circular; and
7. To transact such other business, including amendments to the foregoing, as may properly come before the Meeting or any adjournment or adjournments thereof.

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 15, 2021.

**BY ORDER OF THE BOARD**

*“Eric Offenberger”*

Eric Offenberger  
President and Chief Executive Officer