

PreveCeutical Medical Inc.

Notice of Annual Meeting of Shareholders

NOTICE is hereby given that the annual general meeting (the "Meeting") of shareholders of PreveCeutical Medical Inc. (the "Company") will be held at 10th Floor, 595 Howe Street, Vancouver, British Columbia, V6C 2T5, on, Friday, April 29, 2022, at 10:00 a.m. (PST) ("Meeting"), or at any adjournment or postponement thereof, for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Company for the financial year ended December 31, 2020 and report of the auditors thereon;
2. To appoint Smythe LLP, Chartered Professional Accountants as auditor of the Company for ensuing year and to authorize the directors to fix the auditor's remuneration;
3. To fix the number of directors for the ensuing year at four (4);
4. To elect the directors for the ensuing year; and
5. To transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the management information circular (the "Circular") accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items. This Notice of Meeting is accompanied by the Circular, a form of proxy and a supplemental mailing list return card.

In light of the ongoing public health concerns related to COVID-19, and based on government recommendations to avoid large gatherings, the Company is discouraging attendance in person. This decision has been made in keeping with the Company's objective of "Zero Harm – Safer Every Day!" and its focus on the health and safety of its employees, contractors and visitors in line with our corporate value of safety. Shareholders are urged to vote on the matters before the Meeting by proxy and to listen to the Meeting through the telephone conference access details provided below.

The record date for determination of the Company's shareholders entitled to receive notice of and to vote at the Meeting is Monday, March 21, 2022 (the "Record Date"). Only holders of record of common shares of the Company at the close of business on the Record Date will be entitled to vote in respect of the matters to be voted on at the Meeting or any adjournment or postponement thereof. Only the matters referred to in this Notice of Meeting will be addressed at the Meeting. There will be no additional presentations at the Meeting.

Proxies to be used at the Meeting must be deposited with the Company, c/o the Company's transfer agent, TSX Trust Company, at Suite 301 - 100 Adelaide Street West, Toronto, Ontario, Canada, M5H no later than 10:00 a.m. (PST) on Wednesday, April 27, 2022, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment(s) thereof is held, unless the chairman of the Meeting elects to exercise his or her discretion to accept proxies received subsequently.

Late proxies may be accepted or rejected by the Chairman of the Meeting at his discretion, and the Chairman of the Meeting is under no obligation to accept or reject any particular late proxy. The Chairman of the Meeting may waive or extend the proxy cut-off without notice.

Non-registered shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form.

Shareholders participating via teleconference will not be able to vote at the Meeting as the Company's scrutineer must take steps to verify the identity of shareholders or proxyholders using video features. Accordingly, we recommend that you vote by proxy or voting instruction form in advance of the Meeting. The form of proxy accompanies this Notice of Meeting. The audited consolidated financial statements and related MD&A for the Company for the financial year ended December 31, 2020 have already been mailed to those shareholders who have previously requested to receive them. Otherwise, they are available upon request to the Company or they can be found on SEDAR at www.sedar.com.

Telephone Conference Access Details

Shareholders can listen to the Meeting by telephone by dialing-in to the conference line using the dial-in details set out below:

Dial-In Number (local and toll-free for North America): 1-833-353-8610

Meeting password: 2089053

The Company reserves the right to take any additional precautionary measures in relation to the Meeting in response to further developments in respect of the COVID-19 pandemic that the Company considers necessary or advisable including changing the time, date or location of the Meeting.

DATED at Vancouver, British Columbia, this 21st day of March, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

Stephen Van Deventer
Chairman, Chief Executive Officer and Director