

BIOVAXYS TECHNOLOGY CORP.

503 - 905 WEST PENDER STREET
VANCOUVER, BRITISH COLUMBIA
V6C 1L6

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the holders of common shares (the “**Shareholders**”) of BioVaxys Technology Corp. (the “**Company**”) will be held at 2500 Park Place, 666 Burrard Street, Vancouver, British Columbia on Friday, December 18, 2020 at 10:00 a.m. (Vancouver time).

The Meeting will be held for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended October 31, 2019, together with the auditor's report thereon;
2. to set the number of directors at four (4);
3. to elect the directors of the Company to hold office for the ensuing year;
4. to appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the Board of Directors to fix the remuneration to be paid to the auditor;
5. to consider and, if thought fit, to approve an ordinary resolution to ratify, confirm and approve the Company's 10% rolling stock option plan, as described in the information circular (the “**Information Circular**”) accompanying this Notice of Meeting under the heading “Particulars of Other Matters to be Acted Upon – Ratification of Stock Option Plan”; and
6. to transact such other business as may be properly brought before the Meeting.

The Company's Board of Directors has fixed November 12, 2020 as the record date for the determination of Shareholders entitled to receive notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on that date is entitled to receive such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular. Only Shareholders of record at the close of business on November 12, 2020 will be entitled to vote at the Meeting.

If you are a registered Shareholder of the Company and are unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Odyssey Trust Company (“**Odyssey**”), Attention: Proxy Department, United Kingdom Building, 323 – 409 Granville Street, Vancouver, British Columbia, V6C 1T2, no later than 10:00 a.m. on Wednesday, December 16, 2020 or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

If you are a non-registered Shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

In view of the current and rapidly evolving COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, Shareholders follow the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>). The Company encourages Shareholders not to attend the Meeting in person if experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak. As always, the Company encourages Shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting by teleconference. **To access the Meeting by teleconference, please contact the Company at 646-452-7000 and instructions will be provided.**

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the **12th** day of November, 2020.

ON BEHALF OF THE BOARD

“James Passin”

James Passin
Chief Executive Officer and Director

PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED FORM OF PROXY AND PROMPTLY RETURN IT IN THE ENVELOPE PROVIDED.