

**ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS OF  
NEONMIND BIOSCIENCES INC.  
on Thursday May 27, 2021  
Scrutineers Report**

This scrutineers' report is subject to any determinations or decisions made by the Chairman of the meeting including with respect to any proxies or other voting documentation.

<u>          </u> - SHAREHOLDERS IN PERSON, REPRESENTING	<u>          </u> - SHARES
<u>22</u> SHAREHOLDERS BY PROXY, REPRESENTING	<u>67,042,775</u> SHARES
TOTAL SHARES REPRESENTED AT MEETING	<u>67,042,775</u> SHARES

TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE:	<u>121,617,883</u>
PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING	<u>55.13%</u>

**1. Number of Directors: The number of Directors shall be set to 3 (three):**

Shares VOTED FOR	<u>67,015,955</u>
Shares VOTED AGAINST	<u>26,820</u>

**2. Election of Directors:i) PENNY WHITE**

Shares VOTED FOR	<u>67,031,530</u>
Shares VOTED WITHHELD	<u>11,245</u>

**2. Election of Directors:ii) JEFF SMITH**

Shares VOTED FOR	<u>66,796,522</u>
Shares VOTED WITHHELD	<u>11,245</u>

**2. Election of Directors:iii) KARI RICHARDSON**

Shares VOTED FOR	<u>66,796,522</u>
Shares VOTED WITHHELD	<u>11,245</u>

**3. Appointment of Auditor: To appoint SATURNA GROUP CHARTERED PROFESSIONAL ACCOUNTANTS LLP as auditor of the Company for the ensuing year and to authorize the directors to fix their remuneration.**

Shares VOTED FOR	<u>67,037,575</u>
Shares VOTED WITHHELD	<u>5,200</u>

**4. Approve the Option Plan Resolution: To ratify and approve the Option Plan Resolution.**

Shares VOTED FOR	<u>66,901,875</u>
Shares VOTED AGAINST	<u>140,900</u>

**5. Approve the RSU Plan Resolution: To ratify and approve the RSU Plan Resolution.**

Shares VOTED FOR	<u>66,915,075</u>
Shares VOTED AGAINST	<u>127,700</u>

**6. Other Matters: To transact such other business that may be brought properly before the Meeting and any adjournment or postponement of the Meeting.**

Shares VOTED FOR	<u>66,915,727</u>
Shares VOTED AGAINST	<u>127,048</u>

Scrutineer:



Endeavor Trust Corporation