## TRYP THERAPEUTICS INC.

301 – 1665 Ellis Street Kelowna British Columbia V1Y 2B3, Canada

## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SECURITYHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "Meeting") of the holders (the "Tryp Shareholders") of common shares (the "Tryp Shares") of Tryp Therapeutics Inc. (the "Company" or "Tryp"), the holders of options (the "Tryp Optionholders") to acquire Tryp Shares (the "Tryp Employee Options") and the holders of certain common share purchase warrants to acquire Tryp Shares (the "Tryp Warrants" and together with the Tryp Employee Options, the "Tryp Convertible Securities") (the "Tryp Warrantholders" and together with the Tryp Shareholders, Tryp Optionholders and Tryp Warrantholders, the "Tryp Securityholders") will be held at First Canadian Place, 100 King Street West, Suite 1600, Toronto, Ontario beginning at 10:00 a.m. (Eastern time) on March 8, 2024, for the following purposes:

- 1. to receive the Company's audited financial statements as at and for the financial years ended August 31, 2023 and 2022;
- 2. to fix the number of directors of the Company at four (4) and to elect directors for the ensuing year;
- 3. to appoint Smythe LLP as the Company's auditors and authorize the directors to fix their remuneration;
- 4. to consider and, if deemed appropriate, to approve, with or without variation, an ordinary resolution ratifying and approving the amended stock option plan of the Company;
- to consider pursuant to an interim order of the British Columbia Supreme Court dated February 7, 2024 (the "Interim Order") and, if deemed appropriate, to approve, with or without variation, a special resolution of the Tryp Securityholders (the "Arrangement Resolution"), the full text of which is set forth in Appendix "A" to the accompanying management information circular (the "Circular"), to approve a statutory plan of arrangement (the "Plan of Arrangement") under Section 288 of the Business Corporations Act (British Columbia) (the "BCBCA") (the "Arrangement"), subject to the terms and conditions of an arrangement agreement dated December 8, 2023, as amended on January 25, 2024, between Tryp and Exopharm Limited ACN 163 765 991 ("Exopharm");
- 6. to consider, and, if deemed appropriate, approve, with or without variation, an ordinary resolution, the full text of which is set forth in the Circular, authorizing, conditional upon the completion of the Arrangement, the delisting of the Tryp Shares from the Canadian Securities Exchange; and
- 7. to act upon such other matters as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Each Tryp Shareholder is entitled to one vote for each Tryp Share held by such holder in respect of all matters at the Meeting. In addition, each Tryp Convertible Security carries one vote with respect to the

vote on the Arrangement Resolution. Holders of Tryp Convertible Securities are not entitled to a vote on any matter at the Meeting other than the approval of the Arrangement Resolution. To become effective, the Arrangement Resolution must be approved by at least two-thirds (66 2/3%) of the votes cast at the Meeting in person or by proxy by: (i) Tryp Shareholders; and (ii) Tryp Securityholders voting together as a single class. The Arrangement is also subject to certain other conditions, including the approval of the British Columbia Supreme Court and the Australian Securities Exchange.

The directors of the Company have fixed the close of business on January 9, 2024 as the record date (the "Record Date") for the determination of the Tryp Securityholders entitled to receive this notice of the Meeting (this "Notice of Meeting"). A Tryp Securityholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Company's transfer agent and registrar, Computershare Investor Services Inc., by mail at 100 University Ave. 8th Floor, Toronto, ON M5J 2Y1, Attention: Proxy Department, or by facsimile to (416) 263-9524 or 1-(866) 249-7775, not later than 10:00 a.m. (Vancouver Time) on March 6, 2024 or, if the Meeting is postponed or adjourned, 48 hours (excluding Saturdays, Sundays and holidays) before any postponement or adjournment of the Meeting. A Tryp Securityholder may also vote by telephone or via the internet by following the instructions on the applicable form of proxy. If a Tryp Securityholder votes by telephone or via the internet, completion or return of the form of proxies is not needed. Registered holders of Tryp Shares are asked to complete the form of proxy printed on green paper, registered holders of Tryp Employee Options are asked to complete the form of proxy printed on pink paper and registered holders of Tryp Warrants are asked to complete the form of proxy printed on yellow paper. If you hold more than one type of security, you will need to complete the applicable form of proxy for each of the different types of securities held by you.

If you are a non-registered Tryp Securityholder, please refer to "General Proxy Information – Non-Registered Tryp Securityholders" in the Circular for information on how to vote your Tryp Shares, Tryp Employee Options and/or Tryp Warrants, as applicable.

Take notice that, pursuant to the Interim Order, each registered Tryp Shareholder as of the Record Date has been granted the right to dissent in respect of the Arrangement Resolution and, if the Arrangement becomes effective, to be paid the fair value of the Tryp Shares in respect of which such registered Tryp Shareholder validly dissents, in accordance with the dissent procedures contained in Division 2 of Part 8 of the BCBCA, as modified and supplemented by the Interim Order, the Plan of Arrangement (as defined in the Circular) and the Final Order (as defined in the Circular). To exercise such right: (a) a written notice of dissent with respect to the Arrangement Resolution from the registered Tryp Shareholder must be received by Tryp at its address for such purpose, c/o Pushor Mitchell LLP at 301 1665 Ellis Street, BC V1Y 2B3; Attention: Keith Inman, by no later than 4:00 p.m. (Kelowna Time) on March 6, 2024, or two business days prior to any adjournment or postponement of the Meeting; (b) the registered Tryp Shareholder must not have voted in favour of the Arrangement Resolution; and (c) the registered Tryp Shareholder must have otherwise complied with the dissent procedures in Division 2 of Part 8 of the BCBCA, as modified and supplemented by the Interim Order, the Plan of Arrangement and the Final Order. The right to dissent is described in the Circular, and the text of each of the Plan of Arrangement, the Interim Order and Division 2 of Part 8 of the BCBCA are set forth in Appendix "B", Appendix "C" and Appendix "E", respectively, to the Circular.

Failure to strictly comply with the provisions of the BCBCA, as modified and supplemented by the Plan of Arrangement, the Interim Order and the Final Order, may result in the loss of any right of dissent.

**DATED** this 26<sup>th</sup> day of January, 2024.

## BY ORDER OF THE BOARD OF DIRECTORS

"Jason Carroll" (signed)

Jason Carroll Chief Executive Officer, Tryp Therapeutics Inc.