

**PHARMADRUG INC.**

**NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS  
ANNUAL GENERAL AND SPECIAL MEETING OF  
SHAREHOLDERS**

**TO BE HELD ON OCTOBER 13, 2023**

You are receiving this notification because Pharmadrug Inc. (the "**Corporation**") has elected to use the notice and access model ("**Notice and Access**") for the delivery of meeting materials to its shareholders in respect of its annual general and special meeting of shareholders to be held on October 13, 2023 (the "**Meeting**").

Under Notice and Access, shareholders continue to receive a proxy or voting instruction form ("**VIF**"), as applicable, enabling them to vote at the Meeting. However, instead of receiving paper copies of the Corporation's notice of annual general and special meeting of shareholders and information circular (collectively, the "**Meeting Materials**"), shareholders receive this notice with information on how they may access the Meeting Materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and it will also reduce the Corporation's printing and mailing costs.

**MEETING DATE, TIME AND LOCATION**

<b>WHEN:</b>	October 13, 2023 10:00 a.m. (Toronto time)	<b>WHERE:</b>	77 King Street West Suite 2905 Toronto, ON M5K 1H1
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**SHAREHOLDERS WILL BE ASKED TO VOTE ON THE FOLLOWING MATTERS:**

- **Fixing the Number of Directors.** To fix the number of directors of the Corporation at five (5).
- **Election of Directors:** To elect directors of the Corporation until the next annual meeting of the Shareholders of the Corporation unless their office is earlier vacated. See the section entitled "*Particulars of Matters to be Acted Upon – Election of Directors*" in the information circular.
- **Re-Appointment of Auditor:** To re-appoint Clearhouse LLP, as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration. See the section entitled "*Particulars of Matters to be Acted Upon – Appointment and Remuneration of Auditor*" in the information circular.
- **Re-Approval of Option Plan.** To pass, with or without variation, an ordinary resolution to approve unallocated options, rights and other entitlements under the Corporation's stock option plan. See the section entitled "*Particulars of Matters to be Acted Upon – Re-Approval of the Company's Option Plan*" in the information circular.
- **Consolidation of Common Shares.** To pass, with or without variation, a special resolution, authorizing an amendment to the articles of the Corporation to consolidate the common shares of the Corporation on the basis of one (1) post-consolidation common share for up to every ten (10) pre-consolidation common shares. See the section entitled "*Particulars of Matters to be Acted Upon – Share Consolidation*" in the information circular.
- **Other Matters:** To transact such other business as may properly come before the Meeting or any adjournment thereof. See the section entitled "**Other Matters**" in the information circular.

**SHAREHOLDERS ARE REMINDED TO ACCESS AND REVIEW THE MEETING MATERIALS PRIOR TO VOTING.**

## **WEBSITES WHERE MEETING MATERIALS ARE POSTED**

The Meeting Materials will be posted be viewed online under the Corporation's profile at [www.sedar.com](http://www.sedar.com) or on the Corporation's website at [www.pharmadrug.ca](http://www.pharmadrug.ca).

## **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS**

Shareholders may request that paper copies of the Meeting Materials be sent to them (by postal delivery) at no cost. Requests for Meeting Materials may be made up to one year from the date the information circular was filed on SEDAR. Registered and beneficial shareholders may obtain paper copies by calling Capital Transfer Agency Inc., toll free at 1-844-499-4482.

To receive the Meeting Materials in advance of the proxy cut-off time and the Meeting, requests should be received by no later than October 1, 2023.

## **VOTING INSTRUCTIONS**

**Registered shareholders** are asked to return their **proxy forms** using one of the following methods by 10:00 a.m. (Toronto time) on October 11, 2023 (the "**proxy cut-off time**"):

BY MAIL:	Capital Transfer Agency Inc., 390 Bay Street, Suite 920, Toronto, Ontario M5H 2Y2
BY FACSIMILE:	416.350.5008
BY EMAIL:	voteproxy@capitaltransferagency.com
BY INTERNET:	<a href="https://linkstar.capitaltransferagency.com/pxlogin">https://linkstar.capitaltransferagency.com/pxlogin</a>

**Beneficial shareholders** are asked to return their **VIFs** using one of the following methods by the proxy cut-off time:

INTERNET OR PHONE: See the VIF for details.

MAIL: Complete the VIF, sign it and return it to the address provided on the form.

**Shareholders with questions about notice and access can contact the Corporation's transfer agent, Capital Transfer Agency Inc. at 1-844-499-4482.**

**DATED** at Toronto Ontario this 29<sup>th</sup> day of August, 2023.

**BY ORDER OF THE BOARD OF  
DIRECTORS OF PHARMADRUG INC.**

*/s/ "Daniel Cohen"*

Name: Daniel Cohen

Title: President & Chief Executive Officer