

FIELDDEX EXPLORATION INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS August 5, 2019

TAKE NOTICE that an Annual and Special Meeting of Shareholders (the “**Meeting**”) of FIELDDEX EXPLORATION INC. (the “**Corporation**”) will be held:

Place: Best Western Plus Hotel Albert
Raglan Hall
84 Principale Avenue
Rouyn-Noranda, Québec J9X 4P2

Date: August 5, 2019

Time: 11:00 a.m.

The purposes of the Meeting are:

1. To receive and consider the financial statements of the Corporation for the fiscal years ended December 31, 2018 and 2017 and the auditors’ report thereon;
2. To elect directors;
3. To appoint the auditor and authorize the directors to fix its remuneration;
4. Consider, and if deemed advisable to adopt, a resolution in the form annexed as Schedule B to the accompanying management information circular dated July 4, 2019 (the “**Circular**”), ratifying and confirming the 2003 Stock Option Plan, as amended, of the Corporation;
5. Consider and if deemed advisable adopt, with or without amendment, a special resolution in the form annexed as Schedule C to the Circular, approving an amendment to the Articles of the Corporation so as to change its corporate name to “Copeland Biosciences Corp.”, as more particularly described in the Circular;
6. Consider, and if deemed advisable to adopt, with or without amendment, a special resolution in the form annexed as Schedule D to the Circular, authorizing an amendment to the Articles of the Corporation so as to change the province in Canada where the registered office of the Corporation is located from Québec to Ontario, as more particularly described in the Circular;
7. Consider and if deemed advisable adopt, with or without amendment, a resolution in the form annexed as Schedule E to the Circular, approving the voluntary delisting of the common shares of the Corporation from the TSX Venture Exchange and the listing of the common shares of the Corporation on the Canadian Securities Exchange, as more particularly described in the Circular;
8. Consider, and if deemed advisable adopt, with or without amendment, a special resolution in the form annexed as Schedule F to the Circular, authorizing an amendment to the Articles of the Corporation so as to, if deemed advisable by the Board of Directors of the Corporation, consolidate, no later than twelve months from the date of the Meeting, the issued and outstanding common shares of the Corporation on the basis of one common share for up to a maximum of ten (10) common shares issued and outstanding, as more particularly described in the Circular; and
9. To transact such other business as may properly be brought before the Meeting.

Only persons registered as shareholders on the records of the Corporation as of the close of business on June 11, 2019 are entitled to receive notice of, and to vote or act at, the Meeting. No person who becomes a shareholder after the Record Date will be entitled to vote or act at the Meeting or any adjournment thereof.

If you are unable to attend the Meeting in person, please date, complete and sign the enclosed form of proxy and deliver it to Computershare Investor Services Inc. (i) by mail or hand delivery to Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, or (ii) by facsimile to 416-263-9524 or 1-866-249-7775. A shareholder may also vote using the Internet at www.investorvote.com or by telephone at 1-866-732-8683. In order to be valid and acted upon at the Meeting, the form of proxy must be received no later than 5:00 p.m. (eastern time) on August 1, 2019 or be deposited with the Secretary of the Corporation before the commencement of the Meeting or any adjournment thereof.

DATED at Rouyn-Noranda, Québec
July 4, 2019

BY ORDER OF THE BOARD OF DIRECTORS

(signed) Martin Dallaire

Martin Dallaire
President and Chief Executive Officer