

**PEDIAPHARM INC.**

**NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting (the "**Meeting**") of the shareholders  
Pediapharm Inc. (the "**Corporation**") will be held at:

Place: PWC Canada  
Suite 2565, 1250 René-Levesque Blvd. West  
Montreal, QC, H3B 4Y1

Date: September 22, 2017

Time: 9:30 a.m. (Montreal time)

The purposes of the Meeting are to:

1. receive and consider the financial statements of the Corporation for the fiscal year ended March 31, 2017 and the auditors' report thereon;
2. elect the directors of the Corporation;
3. appoint the auditors of the Corporation and authorize the directors to fix their remuneration;
4. confirm and approve the Corporation's stock option plan;
5. transact such other matters as may properly be brought before the meeting.

If you are unable to attend the Meeting in person, please date, sign and return the enclosed form of proxy. Proxies to be used at the Meeting must be deposited with Computershare Investor Services Inc. (Attention: Proxy Department), 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1 prior to 9:30 a.m. on September 20, 2017 or with the Secretary of the Corporation before the commencement of the Meeting or at any adjournment thereof. **A Management Information Circular is attached to the present Notice.**

By Order of the Board of Directors of  
PEDIAPHARM INC.

(signed) *Pierre Lapalme*  
Pierre Lapalme  
Chairman of the Board

Montreal, August 14, 2017