

NUGEN MEDICAL DEVICES INC.
18 King Street East, Suite 1400
Toronto, ON M5C 1C4

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a special meeting (the “**Meeting**”) of the holders of common shares of NuGen Medical Devices Inc. (the “**Company**”) will be held at 217 Queen Street West, Suite 401, Toronto, Ontario M5V 0R2 at 10:00 a.m. (Toronto time) on Thursday, November 14th, 2024, for the following purposes:

- (a) to consider and, if deemed appropriate, to pass with or without variation an ordinary resolution approving: (i) new “control persons” of the Company, as such term is defined in the policies of the TSX Venture Exchange; and (ii) the appointment of Arvind Rai to the board of directors of the Company (the “**Board**”); and
- (b) to transact such further or other business as may properly come before the Meeting or any adjournment(s) thereof.

A shareholder 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., at 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 not later than 10:00 a.m. (Eastern time) on Tuesday, November 12th 2024, or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting. Shareholders who are unable to attend the Meeting in person, are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on Wednesday, October 9, 2024, as the record date for the Meeting, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of special meeting. Additional information about the Company and its financial statements are also available on the Company’s profile at www.sedarplus.ca.

DATED at Toronto, Ontario as of the 9th day of October, 2024.

BY ORDER OF THE BOARD

“Richard Buzbuzian” (Signed)

Richard Buzbuzian
President and Director