

**NERVGEN PHARMA CORP.**

**NOTICE OF CHANGE OF AUDITOR  
(National Instrument 51-102 – *Continuous Disclosure Obligations*)**

**TO:** Ontario Securities Commission  
Alberta Securities Commission  
British Columbia Securities Commission  
Nova Scotia Securities Commission

**AND TO:** KPMG LLP (“**KPMG**”)  
Davidson & Company LLP (“**Davidsons**”)

**RE:** Notice Regarding Change of Auditor Pursuant to Section 4.11 of National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”)

NervGen Pharma Corp. (the “**Company**”) hereby gives notice pursuant to section 4.11 of NI 51-102 as follows:

1. Effective November 15, 2022 (the “**Effective Date**”), Davidsons has resigned as auditor of the Company at the request of the Company.
2. KPMG has been appointed as auditor of the Company to fill the vacancy, to hold office commencing on the Effective Date until the close of the next annual meeting of shareholders of the Company.
3. The resignation of Davidsons and appointment of KPMG were considered and approved by the Company's audit committee and board of directors.
4. There have been no modified opinions in the reports from Davidsons on the Company's financial statements for the period commencing at the beginning of the Company's two most recently completed financial years and ending on the Effective Date.
5. In the opinion of the Company, as at the date hereof, there have been no reportable events (as defined in NI 51-102) in connection with the audits for the period commencing at the beginning of the Company's two most recently completed financial years and ending on the Effective Date.

**DATED** this 15th day of November, 2022.

**NERVGEN PHARMA CORP.**

By: (signed) "William Adams"  
Name: William Adams  
Title: Chief Financial Officer