

## NUREXONE BIOLOGIC INC.

1600, 421 7th Avenue SW, Calgary, Alberta, T2P 4K9

### NOTICE OF ANNUAL AND SPECIAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual and special meeting (the “**Meeting**”) of the shareholders of NurExone Biologic Inc. (the “**Company**”) will be held at the offices of Gowling WLG (Canada) LLP (1600 – 1 First Canadian Place, 100 King Street West, Toronto, Ontario, M5CX 1G5, Canada), on June 28, 2023, beginning at 10:00 a.m. (Toronto time) for the following purposes:

1. to place before the Meeting the audited financial statements of the Company for the fiscal year ended December 31, 2022, and the accompanying report of the auditors thereon;
2. to set the number of directors of the Company at five and to elect Yoram Drucker, Lior Shaltiel, Ron Mayron, James (Jay) Richardson and Oded Orgil as directors of the Company to hold office until the next annual meeting of the Company, or until their earlier resignation or such time as their successors are duly elected or appointed in accordance with the Company’s constating documents;
3. to appoint Ziv Haft, CPA (Isr.), a BDO member firm, as the auditors of the Company for the fiscal year ending December 31, 2023 at remuneration to be fixed by the board of directors of the Company (the “**Board**”);
4. to consider, and if thought appropriate, pass an ordinary resolution approving the omnibus equity incentive plan of the Company, as supplemented by the sub-plan for participants subject to Israeli taxation;
5. to consider, and if thought appropriate, pass an ordinary resolution of disinterested shareholders approving an amendment to the exercise price of stock options previously granted to employees, management, directors and consultants of the Company;
6. to consider, and if thought appropriate, pass an ordinary resolution confirming the new by-laws of the Company (in replacement of the prior by-laws of the Company); and
7. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The management information circular (the “**Information Circular**”) accompanying this notice of Meeting (the “**Notice of Meeting**”) provides additional 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 Meeting. The Board has fixed May 18, 2023 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting, please exercise your right to vote by: (a) completing, dating, signing and returning the form of proxy in the enclosed proxy return envelope to Computershare Investor Services Inc. (“**Computershare**”): (a) by mail to 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1; (b) logging on to [www.investorvote.com](http://www.investorvote.com) and entering your control number as instructed on the login page; or (c) faxing the completed form of proxy to 416-263-9524. A completed proxy must be received at Computershare no later than 10:00 a.m. (Toronto time) on June 26, 2023 or at least 48 hours (excluding Saturdays, Sundays and holidays) preceding any adjournment of the Meeting. Late proxies may be accepted or rejected by the chairman of the Meeting in their discretion, and the chairman is under no obligation to accept or reject any particular late proxies.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or

investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

**DATED** at Calgary, Alberta, 23<sup>rd</sup> day of May, 2023.

By Order of the Board of Directors of

**NUREXONE BIOLOGIC INC.**

“*Yoram Drucker*”

Yoram Drucker

Chairman of the Board of Directors

**PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED FORM OF PROXY AND PROMPTLY RETURN IT IN THE ENVELOPE PROVIDED.**