

VENTRIPOINT DIAGNOSTICS LTD.

**2 Sheppard Avenue East, Suite 605
Toronto, Ontario, Canada, M2N 5Y7**

NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD DECEMBER 14, 2020

NOTICE IS HEREBY GIVEN that an Annual and Special Meeting (“**Meeting**”) of the shareholders of Ventripoint Diagnostics Ltd. (the “**Corporation**”) will be held in a virtual-only format conducted via gotomeeting at 11 am (Toronto time) on Monday, December 14, 2020, for the following purposes:

1. to receive the financial statements of the Corporation for the year ended December 31, 2019;
2. to appoint BDO Canada LLP auditors for the ensuing year and to authorize the directors of the Corporation to fix the auditor’s remuneration;
3. to elect each of the directors of the Corporation for the ensuing year;
4. to consider, and if thought appropriate, to pass, with or without variation, an ordinary resolution approving and ratifying the Corporation’s incentive stock option plan; and
5. to consider, and if thought appropriate, to pass, with or without variation, a special resolution to amend the Corporation’s articles to authorize a change in province in which the Corporation’s registered office is situated from Alberta to Ontario; and
6. to transact such further and other business as may properly be brought before the meeting or any adjournment thereof.

Accompanying this notice of meeting is the Management Information Circular (the “**Circular**”) of the Corporation. The Circular provides important and detailed information relating to the matters to be dealt with at the Meeting and forms part of this notice. This notice is accompanied by the Circular, either a form of proxy for a registered Shareholder or a voting instruction form for a beneficial Shareholder (collectively, the “**Meeting Materials**”).

The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting is November 9, 2020 (the “Record Date”). Shareholders of the Corporation whose names have been entered in the register of shareholders at the close of business on that date will be entitled to receive notice of and to vote at the Meeting.

IMPORTANT NOTICE

In light of the ongoing public health concerns related to COVID-19, and based on government recommendations to avoid large gatherings, the Corporation will not be permitting attendance in person. Shareholders are urged to vote on the matters before the Meeting by proxy and to listen to the Meeting online.

All shareholders may attend the Meeting virtually and vote by proxy. Shareholders are urged to date, execute and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be mailed so as to reach or be deposited with the Corporation’s

registrar and transfer agent, Computershare Trust Company of Canada (“**Computershare**”), 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Attention: Proxy Department, Facsimile: 1-866-249-7775, not later than 11 a.m. (Toronto time) on Thursday, December 10, 2020 or, in the case of any adjournment or postponement of the Meeting, not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays in the Province of Ontario) preceding the time of the postponement or adjournment. Internet voting is also available for this Meeting through www.investorvote.com and telephone voting is available at 1-866-732-8683. Votes cast via internet or by telephone are in all respects equivalent to, and will be treated in the exact same manner as, votes cast via a paper form of proxy. Further details on the internet voting process are provided in the form of proxy. Non-Registered Shareholders who receive the Meeting Materials through their broker or other intermediary should complete and send the voting instruction form in accordance with the instructions provided by their broker or intermediary.

The persons named in the enclosed form of proxy are each a director and/or officer of the Corporation. Every shareholder has the right to appoint a person or company (who need not be a shareholder) to represent the shareholder at the Meeting other than the persons designated in the enclosed form of proxy. If the shareholder wishes to appoint a person or company other than the persons whose names are designated in the form of proxy, they may do so by inserting the name of the shareholder’s chosen proxyholder in the space provided in the form of proxy.

The instrument appointing a proxy shall be in writing and shall be executed by the shareholder or his attorney authorized in writing or, if the shareholder is a corporation, under its corporate seal by an officer or attorney thereof duly authorized.

A shareholder who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and execute the enclosed form of proxy and deliver it by facsimile or by mail or vote via the internet at www.investorvote.com, in either case in accordance with the instructions set out in the form of proxy and in the Circular.

In order to dial into the Meeting within Canada, shareholders will phone +1 (647) 497-9373 and enter the Access Code noted below.

Outside of Canada, please find your local number:

United States: [+1 \(571\) 317-3116](tel:+15713173116)

France: [+33 170 950 590](tel:+33170950590)

Germany: [+49 892 0194 301](tel:+498920194301)

Ireland: [+353 15 360 756](tel:+35315360756)

Netherlands: [+31 207 941 375](tel:+31207941375)

Spain: [+34 932 75 1230](tel:+34932751230)

Sweden: [+46 853 527 818](tel:+46853527818)

Switzerland: [+41 225 4599 60](tel:+41225459960)

United Kingdom: [+44 20 3713 5011](tel:+442037135011)

Access Code for Dial In: 788-626-925

Shareholders may also join the meeting by computer, tablet or smartphone by downloading the application at <https://global.gotomeeting.com/install/788626925> and, once the application is loaded, opening the following link for the meeting: <https://global.gotomeeting.com/join/788626925>