

**ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
NUMINUS WELLNESS INC.
("Numinus")
May 31, 2024**

REPORT OF VOTING RESULTS

Pursuant to Section 11.3 of National Instrument 51-102 *Continuous Disclosure Obligations* ("**NI 51-102**")

In accordance with section 11.3 of NI 51-102 and following the annual general meeting of the holders of common shares ("**Shares**") in the capital of Numinus held on May 31, 2024 (the "**Meeting**"), we hereby advise of the following voting results as tabulated at the Meeting:

Total Shares issued and outstanding at record date April 2, 2024	-	320,551,600
Total Shares represented at the Meeting in person and by proxy	-	50,266,506
Percentage of total Shares represented at the Meeting	-	15.68%

1. Number of Directors

Based on proxies received and votes cast during the Meeting, the ordinary resolution setting the number of directors of Numinus at six was approved, with the following results:

VOTES CAST FOR	% VOTES FOR	VOTES AGAINST	% VOTES AGAINST
42,960,811	85.47%	7,305,695	14.53%

2. Election of Directors

Based on proxies received and votes cast during the Meeting, the following individuals were elected as directors of Numinus to serve until the next annual shareholders' meeting or until their successor is duly elected or appointed, with the following results:

DIRECTOR	VOTES CAST FOR	% VOTES FOR	VOTES WITHHELD	% VOTES WITHHELD
Payton Nyquvest	24,280,301	86.16%	3,901,707	13.84%
Allen Morishita	21,544,890	76.45%	6,637,118	23.55%
Larry Timlick	26,611,791	94.43%	1,570,217	5.57%
Michael Tan	23,971,074	85.06%	4,210,934	14.94%
Donna Wong	27,017,742	95.87%	1,164,266	4.13%
Donna Wilson	27,018,311	95.87%	1,163,697	4.13%

3. Appointment of Auditors

Based on proxies received and votes cast during the Meeting, the ordinary resolution re-appointing

Davidson & Company LLP, as independent auditors of Numinus until the close of the next annual meeting of shareholders and authorizing the directors to fix the auditor's remuneration was approved, with the following results:

VOTES CAST FOR	% VOTES FOR	VOTES WITHHELD	% VOTES WITHHELD
42,972,406	85.49%	7,294,100	14.51%

Each of the matters set out above is described in greater detail in Numinus' management information circular dated April 10, 2024 provided to Numinus' shareholders prior to the Meeting and available on Numinus' SEDAR+ profile at www.sedarplus.ca.