

**BIOHEP TECHNOLOGIES LTD.  
NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general meeting of the shareholders of BioHEP Technologies Ltd. (the “**Corporation**”) will be held at 2700-700 West Georgia Street, Vancouver, British Columbia, at 11:00 a.m. (Pacific Standard Time) on Wednesday, November 28, 2018 (the “**Meeting**”), for the following purposes:

1. to receive the audited financial statements of the Corporation for the years ended January 31, 2017 and 2018, together with the report of the auditors thereon;
2. to elect the directors of the Corporation;
3. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution appointing Charlton & Company, Chartered Professional Accountants as auditors of the Corporation for the ensuing year and to authorize the directors to fix the remuneration of the auditors, as more particularly set out in the accompanying management information circular;
4. to transact such further and other business as may properly come before the Meeting or any adjournment thereof.

Details of the foregoing matters are contained in the accompanying management information circular of the Corporation.

The Board of Directors of the Corporation has fixed the record date for the Meeting to be the close of business on October 23, 2018 (the “**Record Date**”). Shareholders of record as of the Record Date are entitled to receive notice of the Meeting. Shareholders of record will be entitled to vote those Shares included in the list of shareholders entitled to vote at the Meeting prepared as at the Record Date.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its executed form of proxy with the Corporation’s transfer agent and registrar, **TSX Trust Company, 301-100 Adelaide Street W., Toronto, ON M5H 1S3 (Attention: Proxy Department), on or before 11:00 a.m. (Pacific Standard Time) on November 26, 2018**, or at least not less than 48 hours (excluding Saturday, Sunday and statutory holidays) preceding the Meeting or an adjournment of the Meeting at which the proxy is to be used, or by delivering it to the Chair of the Meeting before the time of voting on the day of the Meeting or any adjournment thereof.

**DATED:** October 24, 2018

**BY ORDER OF THE BOARD OF DIRECTORS**

“Chester Shynkaryk”  
**Chester Shynkaryk**  
**Chief Executive Officer, Chief Financial Officer**  
**and Director**

*These security holder materials are being sent to both registered and non-registered owners of securities. If you are a non-registered owner and the issuer or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the issuer (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.*