



**Report of Voting Results
Medicenna Therapeutics Corp.**

In accordance with Section 11.3 of National Instrument 51-102, the following describes the matters voted upon and the outcome of the votes at the annual and special meeting of shareholders of Medicenna Therapeutics Corp. (the "Corporation") held virtually on September 28, 2023.

1. Based on the proxies received and the votes by ballot, each of the nominees for election as directors was elected to hold office until the next annual meeting of shareholders or until such director resigns or a successor is elected or appointed.

Proxies received and votes by ballot at the meeting were as follows:

Nominee	Votes For	% of Votes For	Votes Against	% of Votes Against
Dr. Fahar Merchant	22,494,932	97.816%	502,208	2.184%
Mr. Albert Beraldo	22,509,538	97.880%	487,602	2.120%
Ms. Karen Dawes	22,598,451	98.266%	398,689	1.734%
Dr. John (Jack) Geltosky	22,543,861	98.029%	453,279	1.971%
Dr. John Sampson	22,611,787	98.324%	385,353	1.676%

2. Based on the proxies received and the votes by ballot, PricewaterhouseCoopers LLP was appointed as auditor of the Corporation to hold office until the next annual meeting or until its successor is appointed, and the directors were authorized to fix its remuneration. Approximately 98.560% of the proxies received and represented at the meeting were voted in favour of the appointment and approximately 15.430% of the proxies received and represented at the meeting were withheld from voting.
3. Based on the proxies received and the votes by ballot, the resolution approving all unallocated options under the stock option plan of the Corporation was passed as proposed. Approximately 84.580% of the proxies received and represented at the meeting were voted in favour of the resolution and approximately 15.42% of the proxies received and represented at the meeting were voted against the resolution.
4. Based on the proxies received and the votes by ballot, the special resolution approving the adoption of an amendment to the Corporation's articles to effect a reverse stock split of the Corporation's outstanding common shares at a ratio in the range of 1-for-5 to 1-for-15, such amendment to become effective at an exact ratio and a date to be determined by the board of directors of the Corporation if the board considers it to be in the best interests of the Corporation to do so, was passed as proposed. Approximately 86.869% of the proxies received and represented at the meeting were voted in favour of the resolution and approximately 13.131% of the proxies received and represented at the meeting were voted against the resolution.

In total, approximately 48.477% of the issued and outstanding shares were represented in person or by proxy at the meeting.

Yours very truly,

/s/ Jeff Caravella
Chief Financial Officer