

MUSTGROW BIOLOGICS CORP. (the "Company")

REPORT OF VOTING RESULTS

**ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
HELD ON JUNE 27, 2024**

Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*

The following is the Report on Voting for the Annual General and Special Meeting of the shareholders of the Company ("**Shareholders**") held on Thursday, June 27, 2024 ("**Meeting**"). **All matters that were placed before the Shareholders for consideration at the Meeting were approved.**

A total of 9,819,302 common shares of the Company ("**Common Shares**") representing 19.01% of the Company's issued and outstanding Common Shares were voted in connection with the Meeting.

	<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Withheld</u>
1. The election of the following directors:			
(a) Corey Giasson	Approved	9,778,102 99.76%	23,200 0.24%
(b) Colin Bletsky	Approved	9,778,102 99.76%	23,200 0.24%
(c) Brad Munro	Approved	9,777,802 99.76%	23,500 0.24%
(d) Thomas Flow	Approved	9,777,802 99.76%	23,500 0.24%
(e) Matt Kowalski	Approved	9,778,102 99.76%	23,200 0.24%
(f) David Borecky	Approved	9,794,002 99.93%	7,300 0.07%
(g) Laura Westby	Approved	9,778,102 99.76%	23,200 0.24%
	<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Withheld</u>
2. Appointment of Ernst & Young LLP, as auditors of the Company and authorizing the directors to fix their remuneration.	Approved	9,798,002 99.97%	3,300 0.03%
	<u>Outcome of Vote</u>	<u>Votes For</u>	<u>Votes Against</u>
3. Re-approval of the omnibus equity incentive plan.	Approved	9,571,683 97.66%	229,619 2.34%