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**AMENDMENT TO THE MANAGEMENT INFORMATION CIRCULAR FOR
TITAN MEDICAL INC.**

This is an amendment (the “**Amendment**”) to the management information circular (the “**Circular**”) of Titan Medical Inc. (“**Titan**”) dated August 31, 2020 for the annual and special meeting of shareholders of Titan to be held on September 30, 2020. Capitalized terms used in this Amendment not otherwise defined herein have the respective meanings given to them in the Circular.

The Circular is amended by:

1. inserting the following new paragraph on page 13 of the Circular immediately following the first paragraph under the section heading “*Corporate Cease Trade Orders, Bankruptcies, Penalties or Sanctions*”:

“Notwithstanding the foregoing, Cary G. Vance, a nominee for election as director of the Corporation at the Meeting, served as President and Chief Executive Officer of OptiScan Biomedical Corporation (“**OptiScan**”) from May 2018 to June 2020, and during his service in those capacities, on June 2, 2020, OptiScan filed a petition in the United States Bankruptcy Court for the District of Delaware seeking relief under chapter 11 of the United States Bankruptcy Code.”;

2. deleting the words “President & CEO, OptiScan Biomedical” which appear adjacent to Cary G. Vance in the table on page 11 of the Circular under the heading “Nominees For Election as Directors” and replacing them with “Principal, Vance Consulting Group LLC”; and
3. deleting the words “(2018-present)” which appear in the first line under the heading “Cary G. Vance – Director” and replacing them with “(from May 2018 to June 2020) and currently serves as Principal, Vance Consulting Group LLC”.

Except as otherwise set forth in this Amendment, the information set forth in the Circular continues to be accurate as of the date of the Circular or as of any other date as specified in the Circular.

DATED September 10, 2020

By Order of the Board
(signed) “*David McNally*”
Chairman, President and
Chief Executive Officer
Titan Medical Inc.