

**NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS OF
PHARMALA BIOTECH HOLDINGS INC.**

You are receiving this notification because PharmAla Biotech Holdings Inc. (the “**Corporation**”) has elected to use the “notice-and-access” mechanism provided for under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations* to deliver to holders (“**Shareholders**”) of common shares in the capital of the Corporation (“**Common Shares**”) meeting materials in connection with the Corporation’s annual general meeting (the “**Meeting**”) to be held at the offices of the Corporation, located at 1 Adelaide Street East, Suite 801, Toronto, Ontario M5C 2V9 on Thursday, July 9, 2026, at 11:00 a.m. (Toronto time).

This means that, rather than receiving paper copies of the Meeting materials in the mail, Shareholders will have access to them online. These materials are available at:

1. www.pharmala.ca; and
2. under the Corporation’s SEDAR+ profile at www.sedarplus.ca.

The use of this alternative means of delivery for Shareholders is more environmentally friendly as it helps reduce paper use and reduces the cost of printing and mailing materials to shareholders.

Alongside this notification, Shareholders will still receive a form of proxy (“**Proxy**”) or voting instruction form (“**VIF**”) enabling them to vote at the Meeting and a form to request copies of the Corporation’s annual and/or interim financial statements and the related management’s discussion and analysis (“**MD&A**”). Electronic copies of the notice of Meeting, Corporation’s management information circular dated May 25, 2026, prepared in connection with the Meeting (the “**Circular**”), Proxy, audited consolidated financial statements of the Corporation for the financial year ended August 31, 2025 and 2024 and related MD&A and this notification will be available at www.pharmala.ca and under the Corporation’s profile on SEDAR+ at www.sedarplus.ca. Electronic copies of the Meeting materials will be available on the Corporation’s website for a period of one year.

Please review these online materials when voting. For more information about the notice-and-access procedures, please call Broadridge Investor Communication Solutions at 1-844-916-0609.

MEETING DATE AND LOCATION

WHEN: Thursday, July 9, 2026, at 11:00 a.m. (Toronto time)

WHERE: 1 Adelaide Street East, Suite 801, Toronto, Ontario M5C 2V9

The following items of business are described under the section entitled “Particulars of Matters to be Acted Upon at the Meeting” in the Circular:

	Matter	Refer to the Circular
1.	Audited Financial Statements: to receive and consider the consolidated audited financial statements of the Corporation for the financial years ended August 31, 2024, and 2023, together with the auditor’s report thereon.	See page 6
2.	Election of Directors: to elect the directors of the Corporation for the ensuing year, as more particularly set forth in the accompanying Proxy and Circular, each prepared for the purpose of the Meeting.	See pages 6-8
3.	Re-Appointment of Auditor: to re-appoint Clearhouse LLP, Chartered Professional Accountants, as the auditor of the Corporation until the earlier of the close of the next annual meeting of Shareholders or their earlier resignation or replacement, and to authorize the audit committee of the board of directors of the Corporation (the “ Board ”) to fix the auditor’s remuneration.	See page 8
4.	Re-Approval of the Equity Incentive Plan: to consider and, if deemed advisable, pass an ordinary resolution of disinterested shareholders re-approving the Corporation’s omnibus equity incentive plan, as will be more particularly set forth in the accompanying Circular, prepared for the purpose of the Meeting.	See page 8-10
5.	Authorization for the Share Consolidation: to consider, and if thought advisable, to pass, with or without variation, a special resolution authorizing and approving the consolidation of the issued and outstanding common shares in the capital of the Corporation (“ Common Shares ”) of up to one hundred (100) pre-	See page 10-12

	consolidation Common Shares for one (1) post-consolidation Common Share, with the timing and exact ratio to be determined by the Board at a later date, as will be more particularly set forth in the accompanying Circular, prepared for the purpose of the Meeting.	
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SHAREHOLDERS ARE REMINDED TO VIEW THE MEETING MATERIALS PRIOR TO VOTING.

WEBSITES WHERE MEETING MATERIALS ARE POSTED

The Circular provides additional information relating to the matters to be dealt with at the Meeting. In particular, for information concerning the items listed above, please see the section of the Circular entitled “Particulars of Matters to be Acted Upon at the Meeting”. The full text of the proposals can be found in the Circular. These materials are available at:

1. www.pharmala.ca; and
2. under the Corporation’s SEDAR+ profile at www.sedarplus.ca.

HOW TO VOTE YOUR COMMON SHARES

BENEFICIAL SHAREHOLDERS

Shareholders, who hold their Common Shares through brokers, intermediaries, trustees or other persons, or who otherwise do not hold their Common Shares in their own name (“**Beneficial Shareholders**”), are asked to complete, date and sign your VIF in advance of the Meeting and return it in the envelope provided for that purpose or call 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America) and enter your control number, as indicated in your VIF, in each case by 11:00 a.m. (Toronto time) on Tuesday, July 7, 2026, or in the event of an adjournment or postponement of the Meeting, 48 hours before the time of the adjourned or postponed Meeting (excluding Saturdays, Sundays and holidays). Votes cast electronically are in all respects equivalent to and will be treated in the exact same manner as, votes cast via a VIF. Further details on the electronic voting process are provided in the VIF.

REGISTERED SHAREHOLDERS

Shareholders, whose names appear on the records (“**Registered Shareholders**”) as maintained by the Corporation’s transfer agent Marrelli Trust Company Limited (“**Marrelli Trust**”), who are unable to attend the Meeting in person are asked to complete, sign, date and deliver the Proxy, together with the power of attorney or other authority, if any, under which it was signed to Marrelli Trust (i) by mail at: Attention: Proxy Department, Marrelli Trust, C/O Marrelli Transfer Services Corp., 82 Richmond Street East Toronto, ON M5C 1P1; (ii) on www.voteproxy.ca; (iii) by fax: 416.360.7812; or (iv) by email: info@marrellitrust.ca, by 11:00 a.m. (Toronto time) on Tuesday, July 7, 2026, or before 48 hours (excluding Saturdays, Sundays and holidays) before any adjournment or postponement of the Meeting at which the Proxy is to be used.

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders may choose to receive paper copies of the Meeting materials by mail at no cost. In order for such Shareholders to receive the paper copies of the Meeting materials in advance of any deadline for the submission of Proxy or VIF, as applicable, and the date of the Meeting, it is recommended that requests be made as soon as possible but not later than Thursday, June 25, 2026. Only Shareholders who return the request for financial statements will receive said documents. They will be received by regular post or email per selection made. If you do request the current materials, please note that another Proxy nor VIF will be sent; please retain your current one for voting purposes.

For Beneficial Shareholders to request paper copies of the Circular before the Meeting, please call 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America) and enter your control number, as indicated on your VIF. The Meeting materials will be sent to you within three business days of receiving your request. To obtain paper copies of the Meeting materials after the Meeting, please call 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America). The Meeting materials will be sent to you within 10 calendar days of receiving your request.

For Registered Shareholders to request paper copies of the Meeting materials before or after the Meeting, please call 1-844-682-5888 or email info@marrellitrust.ca. The Meeting materials will be sent to you within two business days of receiving your request.

DATED at Toronto, Ontario on the 25th day of May 2026.

BY ORDER OF THE BOARD

/s/ Nicholas Kadysh

Nicholas Kadysh
President, Chief Executive Officer and
Director