



**NOTICE OF NOTICE-AND-ACCESS
FOR
ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

The Corporation has elected to use notice and access provisions under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations* (together “Notice-and-Access Provisions”) for delivery of the Meeting proxy materials. Notice and Access Provisions are a set of rules developed by the Canadian Securities Administrators meant to reduce the volume of printed materials that must be mailed to Shareholders by allowing the Corporation to post the management proxy circular and any additional proxy materials online. Shareholders will receive this printed form of Notice of Notice and Access (the “Notice of Notice and Access”) and a form of proxy (together, the “notice package”), and, at their option, Shareholders may choose to receive a printed copy of the Corporation’s Management Proxy Circular (the “Circular”). The Corporation will not use a procedure known as ‘stratification’ in relation to the use of Notice and Access Provisions. Stratification occurs when a reporting issuer using Notice and Access Provisions provides a printed copy of the Circular to some shareholders with the notice package. In relation to the Meeting, all Shareholders will receive the documentation required under Notice and Access Provisions in the notice package, which notice package will **not** include a printed, paper copy of the Circular.

MEETING DATE AND LOCATION

WHEN: May 12, 2022 at 9:00 a.m. (Pacific Time)

WHERE: In consideration of the current coronavirus COVID-19 pandemic (“COVID-19”), the Corporation will hold the Meeting via live virtual webcast at <https://meetnow.global/MZUVNJS>.

In the event of any changes to the Meeting format due to COVID-19, the Corporation will disseminate a News Release, but the Corporation will **not** prepare or mail an amended notice package or Circular.

AT THE MEETING SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

- **ELECTION OF DIRECTORS:** To elect eight directors of the Corporation for the ensuing year. See *Election of Directors* in the Circular.
- **APPOINTMENT OF AUDITOR:** To appoint the auditor of the Corporation for the ensuing year and to authorize the directors to fix the auditor’s remuneration. See *Appointment of Auditor* in the Circular.
- **AMENDMENT OF BY-LAWS:** To approve an ordinary resolution to ratify, confirm and approve amendment by the Board of Directors of the By-Laws of the Corporation to remove the the Board’s option to appoint alternate directors; and to change the definition of quorum for a meeting of the Shareholders to increase quorum from one-twentieth, being five (5%) percent, to thirty-three and one-third (33 1/3%) percent of the issued Common Shares from time to time. See *Particulars of Matters to be Acted upon – Amendment of By-Laws* in the Circular.

No other matters are contemplated for discussion at the Meeting, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

SHAREHOLDERS ARE REMINDED TO REVIEW THE PROXY MATERIALS, IN PARTICULAR THE MANAGEMENT PROXY CIRCULAR, PRIOR TO VOTING.

WEBSITES WHERE MEETING PROXY MATERIAL IS POSTED

A copy of the Circular is posted to the Corporation's annual and special meeting dedicated website page at: <http://promisneurosciences.com/agm/> and under the Corporation's profile at www.sedar.com.

HOW TO OBTAIN PAPER COPIES OF THE MATERIAL

Any Shareholder who wishes to receive a paper copy of the Circular should contact the Corporation at **1920 Yonge Street, Suite 200, Toronto, Ontario, M4S 3E2, Email: info@promisneurosciences.com, Telephone No.: (416) 847-6898 or Fax No.: (416) 847-6899**. All Shareholders may call the Corporation (toll-free) **1-844-310-4899** in order to obtain additional information relating to the Notice-and-Access Provisions or to obtain a paper copy of the Circular, up to and including the date of the Meeting, including any adjournment of the Meeting, and for up to one year following the Meeting.

In order to allow reasonable time to be allotted for a Shareholder to receive and review a paper copy of the Circular and to complete and submit the Proxy prior to the Proxy Deadline, any Shareholder wishing to request a paper copy of the Circular as described above, should ensure the Corporation receives the request by April 28, 2022.

VOTING

There are several convenient ways to vote your shares including online and via telephone. You will find attached to this notice a form of proxy or a voting instruction form containing detailed instructions on how to vote your shares. If you wish to attend and vote at the Meeting, please follow the instructions found in the enclosed form of proxy or voting instruction form. **You are reminded to view the Meeting materials prior to voting.**

	Beneficial Shareholder Shares held with a broker, bank or other intermediary	Registered Shareholders Shares held in own name and represented by a physical certificate
Internet:	www.proxyvote.com	www.investorvote.com
Phone or	Call or fax to the number(s) listed on your voting instruction form	Phone: 1-866-732-8683 Fax: 1-866-249-7775
Mail:	Return the voting instruction form in the enclosed postage paid envelope	Return the form of proxy in the enclosed postage paid envelope

PLEASE SUBMIT YOUR VOTE WELL IN ADVANCE OF THE PROXY DEPOSIT DEADLINE OF 9:00 A.M. (VANCOUVER TIME) ON TUESDAY, MAY 10, 2022.

BOARD RECOMMENDATION

The Board of Directors unanimously recommends that Shareholders **VOTE FOR** the proposed director nominees and **FOR** each of the ordinary resolutions.

If you have questions or require assistance with voting, please contact
ProMIS' proxy solicitation and information agent:
Laurel Hill Advisory Group
North American Toll-Free Number: 1-877-452-7184
Calls Outside North America: 416-304-0211
Email: assistance@laurelhill.com