

**THE CANADIAN BIOCEUTICAL CORPORATION**  
**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN THAT** the annual and special meeting (the “**Meeting**”) of the holders of common shares (“**Common Shares**”) of The Canadian Bioceutical Corporation (“**BCC**” or the “**Corporation**”) will be held at the offices of at the offices of NATIONAL | Equicom located at 320 Front Street West, Suite 1600, Toronto, Ontario at 11:00 a.m. (Toronto time) on October 30, 2017, for the following purposes:

1. to receive the Corporation’s audited financial statements for the financial years ended March 31, 2016 and 2017 together with the auditor’s reports thereon;
2. to elect directors;
3. to appoint the auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation to fix the auditor’s remuneration;
4. to consider, and if thought fit, pass a special resolution, with or without variation, amending the articles of the Corporation to change the name of the Corporation to “MPX Bioceutical Corporation” or such other name as may be approved by the directors and is acceptable to applicable regulatory authorities; and
5. to transact such further and other business as may properly come before the Meeting or any adjournment or adjournments thereof.

**The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting is September 6, 2017 (the “Record Date”). Shareholders of the Corporation whose names have been entered in the register of shareholders at the close of business on that date will be entitled to receive notice of and to vote at the Meeting.**

A registered shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, execute and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be mailed so as to reach or be deposited with Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1, not later than forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the Province of Ontario) prior to the time set for the Meeting or any adjournment thereof.

The persons named in the enclosed form of proxy are each a director and/or officer of the Corporation. Every shareholder has the right to appoint a person or company (who need not be a shareholder) to represent the shareholder at the Meeting other than the persons designated in the enclosed form of proxy. If the shareholder wishes to appoint a person or company other than the persons whose names are designated in the form of proxy, they may do so by inserting the name of the shareholder’s chosen proxyholder in the space provided in the form of proxy.

**The instrument appointing a proxy shall be in writing and shall be executed by the shareholder or his attorney authorized in writing or, if the shareholder is a corporation, under its corporate seal by an officer or attorney thereof duly authorized.**

**DATED** at the City of Toronto, in the Province of Ontario, this 29<sup>th</sup> day of September, 2017.

**BY ORDER OF THE BOARD OF  
DIRECTORS**

*“W. Scott Boyes”*

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**W. Scott Boyes**  
**President and Chief Executive Officer**