THERALASE® TECHNOLOGIES INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**Meeting**") of the Shareholders of Theralase Technologies Inc. (the "**Corporation**") will be held by way of a live webcast on Thursday, September 24th, 2020 at 4:30 pm (Toronto time), for the purposes of:

a) electing directors of the Corporation for the ensuing year;

b) appointing the auditors of the Corporation for the ensuing year and authorizing the directors, acting through the Audit Committee, to fix the remuneration to be paid to the auditors;

c) receiving and considering the audited consolidated financial statements for the fiscal year ended December 31, 2019 and the report of the auditors thereon;

d) re-approving the Corporation's Incentive Stock Option Plan, as described in the Management Information Circular;

e) approving the adoption of By-Law No. 4 as the general by-laws of the Corporation, as described in the Management Information Circular; and

f) transacting such other business as may properly come before the Meeting.

Only registered shareholders of record as of the close of business on August 21, 2020, the record date for the Meeting and duly appointed proxyholders can attend the online only Meeting at:

Link: https://78449.themediaframe.com/dataconf/productusers/ther/mediaframe/40318/indexl.html
Dial-in 1-877-407-8037 (toll-free) or (201) 689-8037 (toll)

Shareholders are strongly encouraged to vote via proxy in advance of the Meeting, andare requested to date, sign and return the accompanying Instrument of Proxy, in accordance with the instructions contained in the accompanying Management Information Circular, to the offices of the Corporation at 41 Hollinger Road, Toronto, Ontario M4B 3G4, or at the offices of TMX Equity Transfer Services, Proxy Department, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1, not less than 48 hours before the time fixed for holding the Meeting, or any adjournment thereof, or to the Chairman of the Meeting immediately prior to the commencement of the Meeting, or any adjournment thereof.

DATED at Toronto, Ontario this 24th day of August, 2020.

BY ORDER OF THE BOARD OF DIRECTORS:

K Hachey

Kristina Hachey
Chief Financial Officer