

CHENOMX, INC.
(the "Corporation")

**MINUTES OF THE ANNUAL AND GENERAL MEETING
OF THE SHAREHOLDERS**

Time: 12:00 p.m., Edmonton time, Monday, October 19, 2020

Place: Via a Zoom Meeting by invitation only

Chairperson: Neil Taylor

Secretary: Eric Taylor

Scrutineer: Eric Taylor

Shareholders Present: Neil Taylor
David S. Tam (attended by telephone)

1. CALL TO ORDER OF THE ANNUAL AND GENERAL MEETING OF THE SHAREHOLDERS

The Meeting was called to order at 12:05 p.m., Edmonton time, by Neil Taylor.

2. APPOINTMENT OF RECORDING SECRETARY

Eric Taylor was appointed to act as the Recording Secretary at the Meeting.

3. APPOINTMENT OF SCRUTINEER

Eric Taylor was appointed as Scrutineer for the Meeting.

4. NOTICE OF MEETING

Neil Taylor tabled the Notice of Annual General Meeting of the Shareholders, copies of which have been distributed to the appropriate security holders.

5. QUORUM

The Scrutineer presented the Scrutineer's Report to the Chairman and advised him that the appropriate quorum was present. As a consequence, the Chairman declared the Meeting as being duly called and as being properly constituted for the transaction of business. Quorum is present at a meeting of shareholders, irrespective of the number of persons actually present at the meeting, if the holder or holders of twenty-five percent (25%) of the shares entitled to vote at the meeting are present in person or represented by proxy.

6. **APPROVAL OF MINUTES**

On motion made and duly carried it was resolved that the minutes of the shareholders meeting held November 13, 2019 be approved.

Motion: David Tam
Seconded: Neil Taylor
Carried.

7. **FINANCIAL STATEMENTS**

The Chairman advised shareholders that the audited annual financial statements for the Corporation for the year ended December 31, 2019 had been tabled and approved by the board of directors at a previous board meeting.

8. **APPOINTMENT OF AUDITORS**

On motion made and duly carried it was resolved by ordinary resolution of the shareholders to amend the resolution such that St. Arnaud Pinsent Steman LLP, Chartered Professional Accountants, be appointed as the auditors of the Corporation until the next Annual General Meeting of Shareholders at a remuneration to be fixed by the directors.

Motion: David Tam
Seconded: Neil Taylor
Carried.

9. **OTHER BUSINESS - RATIFICATION OF PAST ACTIONS OF THE BOARD OF DIRECTORS**

On motion made and duly carried it was resolved by shareholders that all acts of business carried out by the directors and officers of the Corporation in the performance or purported performance of their obligations as directors and officers of the Corporation up to and including the date of the Meeting be approved, ratified and confirmed as acts of the Corporation except where in conducting such acts and business the directors or officers did not act honestly and in good faith with a view to the best interest of the Corporation and such acts are not known to the shareholder at the date hereof.

Motion: David Tam
Seconded: Neil Taylor
Carried.

10. **ELECTION OF DIRECTORS**

The Chairman advised the Meeting that the following four (4) persons had been nominated for the position of director of the Corporation to hold office until the next Annual General Meeting of the Shareholders of the Corporation or until his successor was duly elected or appointed: **Neil Taylor, David Tam, Gerry Tertzakian; and Lorne Tyrrell**

On motion made and duly carried it was resolved by the shareholders that **Neil Taylor, David Tam, Gerry Tertzakian; and Lorne Tyrrell** be elected as a director of the Corporation for the ensuing year.

Motion: David Tam
Seconded: Neil Taylor
Carried.

11. **TERMINATION OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS**

On motion made and duly carried it was resolved by shareholders that the meeting be terminated.

Motion: David Tam
Seconded: Neil Taylor
Carried.

The meeting then terminated at 12:15 p.m.



Recording Secretary – Eric Taylor