



AVIVAGEN INC.

**NOTICE OF ANNUAL GENERAL MEETING
OF SHAREHOLDERS
April 10, 2018**

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the “**Meeting**”) of the shareholders of Avivagen Inc. (the “**Corporation**”) will be held on April 10, 2018, 10:00 am (Toronto, Ontario time) at One King West Hotel and Residence, Melinda Gallery, 1 King Street West, Toronto, Ontario, Canada M5H 1A1 for the following purposes:

1. to receive the financial statements of the Corporation for the financial year ended October 31, 2017 and the auditors’ report thereon;
2. to elect directors of the Corporation for the ensuing year, as more fully described in the Corporation’s information circular for this Meeting (the “**Circular**”) under the heading “Meeting Matters – Election of Directors”;
3. to appoint PricewaterhouseCoopers (“**PwC**”) as auditors of the Corporation for the ensuing year, and to authorize the board of directors to fix their remuneration, as more fully described in the Circular under the heading “Meeting Matters – Appointment of Auditors”; and
4. to transact such further and other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

The Corporation is sending proxy-related materials to non-registered shareholders using notice-and-access. Notice-and-access is a set of rules for reducing the volume of materials that must be physically mailed to shareholders by posting the Circular and additional materials online and providing shareholders with a notice stating where such materials are available.

The Circular providing further information relevant to the matters scheduled to come before the Meeting, this Notice, a form of proxy, the audited annual financial statements of the Corporation for the year ended October 31, 2017 and management’s discussion and analysis (the “**MD&A**”) relating to such financial statements are available on SEDAR at www.sedar.com and on the Corporation’s website at <http://www.avivagen.com/investors/>. See the section of the Circular entitled “Meeting Matters” for disclosure regarding each matter or group of related matters identified in this Notice. Shareholders are reminded to review these online materials prior to voting.

Pursuant to the requirements of the *Canada Business Corporations Act*, registered shareholders of the Corporation will receive paper copies of the Circular, this Notice and the form of proxy. Non-registered shareholders who would like to receive paper copies of such materials, or who have questions about notice-and-access, may contact the Corporation at the toll-free number 1-855-210-2355. In order for non-registered shareholders to receive the paper copies of such materials in advance of any deadline for the submission of voting instructions and the date of the Meeting it is recommended to contact the Corporation as soon as possible.

If you are a registered shareholder, a form of proxy is enclosed. A copy of the form of proxy is also available on SEDAR at www.sedar.com and on the Corporation’s website at <http://www.avivagen.com/investors/>. If you are a non-registered shareholder, a voting instruction form is enclosed.

Shareholders are requested to complete, sign and return such form of proxy or voting instruction form, as applicable.

For registered shareholders, in order to be represented by proxy at the Meeting, you must complete and submit the enclosed form of proxy or other appropriate form of proxy. Completed forms of proxy must be received by Computershare Trust Company of Canada, the transfer agent of the Corporation, at Computershare Investor Services, Proxy Department, 9th Floor, 100 University Ave., Toronto, ON M5J 2Y1 not later than 10:00 am (Eastern Time) on April 6, 2018. The Chairman of the Meeting may waive or extend the proxy cut-off without notice.

For non-registered shareholders you must complete the enclosed voting instruction form to provide voting instructions to your intermediary. The voting instruction form contains instructions on how to complete the form, where to return it to and the deadline for returning it. It is important to read and follow the instructions on the voting instruction form in order to have your vote represented at the Meeting.

By order of the Board of Directors,

(Signed)

G. F. Kym Anthony
Interim Chief Executive Officer

Ottawa, Ontario
March 1, 2018