IN ORDER TO BE EFFECTIVE, THIS LETTER OF TRANSMITTAL MUST BE VALIDLY COMPLETED, DULY EXECUTED AND RETURNED TO THE DEPOSITARY, ENDEAVOR TRUST COMPANY. IT IS IMPORTANT THAT YOU VALIDLY COMPLETE, DULY EXECUTE AND RETURN THIS LETTER OF TRANSMITTAL TOGETHER WITH CERTIFICATES FOR SHARES OF NEONMIND BIOSCIENCES INC. IN A TIMELY MANNER IN ACCORDANCE WITH THE INSTRUCTIONS CONTAINED HEREIN.

LETTER OF TRANSMITTAL

FOR SHAREHOLDERS OF NEONMIND BIOSCIENCES INC.

Please read the instructions set out below carefully before completing this Letter of Transmittal.

TO: **ENDEAVOR TRUST CORPORATION (the "Depositary")**
AND TO: **NEONMIND BIOSCIENCES INC.**

This Letter of Transmittal (the "**Letter of Transmittal**") is for use by registered holders ("**Shareholders**") of common shares (the "**Common Shares**") of NeonMind Biosciences Inc. (the "**Company**") in connection with the proposed consolidation (the "**Consolidation**") of the Common Shares on a four (4) pre-consolidation Common Shares for one (1) post-consolidation Common Share (4:1) basis that was approved by the directors of the Company, in accordance with the Company's articles. Further information on the Consolidation is provided in the news release of the Company dated April 11, 2022 (the "**Press Release**"). The Press Release is available under the Company's profile on SEDAR at www.sedar.com.

The undersigned hereby represents and warrants that the undersigned is the registered owner of the number of pre-Consolidation Common Shares which are represented by the share certificate(s) described below and delivered herewith (the "**Deposited Shares**") and the undersigned has good title to the Deposited Shares, free and clear of all liens, charges and encumbrances, and has full power and authority to herewith deposit such shares.

The Deposited Shares are hereby surrendered in exchange for new Common Shares on the basis of 4 pre-Consolidation Common Shares for 1 post-Consolidation Common Share. Fractional Common Shares will not be issued as a result of the Consolidation. If the consolidation would result in the issuance of a fractional Common Share, such fraction will be rounded up to the next whole number if the fractional entitlement is greater than or equal to 0.5 and rounded down to the next whole number if the fractional entitlement is less than 0.5.

In order to receive the post-Consolidation Common Shares to which a Shareholder is entitled pursuant to the Consolidation, each Shareholder must forward by personal delivery or by registered mail this properly completed Letter of Transmittal accompanied by the share certificate(s) representing their existing pre-Consolidation Common Shares, if applicable, to the Depositary.

The instructions accompanying this Letter of Transmittal specify certain signature guarantees and additional documents that Shareholders may be required to provide with this Letter of Transmittal. Shareholders may, upon request, be required to execute any additional documents deemed by the Depositary, at its discretion, to be reasonably necessary or desirable to complete the deposit and cancellation of their existing Common Shares in exchange for the applicable post-Consolidation Common Shares. It is recommended that Shareholders complete, sign and return this Letter of Transmittal, with any accompanying certificate(s) representing their existing Common Shares, if applicable, to the Depositary as soon as practicable following receipt of such Letter of Transmittal.

The undersigned authorizes and directs the Depositary to issue a DRS advice for post-Consolidation Common Shares to which the undersigned is entitled hereunder and to mail such advice to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned

as it appears on the share register maintained by the Company and the undersigned understands that the certificate(s) representing the Deposited Shares will forthwith be cancelled.

In the event that a DRS advice is not available, or a share certificate is requested by the Shareholder, a share certificate representing the post-Consolidation Common Shares to which the undersigned is entitled hereunder will be issued and mailed to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as appears on the share register maintained by the Company and the undersigned understands that the certificate(s) representing the Deposited Shares will forthwith be cancelled.

Until surrendered, each certificate which immediately prior to the effective time of the Consolidation represented pre-Consolidation Common Shares will be deemed, at any time after the effective time of the Consolidation, to represent the number of whole post-Consolidation Common Shares to which such Shareholder is entitled as a result of the Consolidation.

In order for this Letter of Transmittal to be validly completed, the undersigned is required to provide and complete the necessary information for each of the steps indicated below.

DESCRIPTION AND DEPOSIT OF COMMON SHARES

The undersigned certifies that the undersigned has read the instructions set out herein before completing this Letter of Transmittal and the undersigned hereby deposits with the Depositary, in exchange for post-Consolidation Common Shares, the enclosed certificate(s) representing the following pre-Consolidation Common Shares:

(Please print or type)

Certificate Numbers(s), if applicable*	**Name in which Deposited Shares are Registered** (please fill in exactly as name(s) appear on certificate(s))	**Number of Deposited Shares Represented by Certificate**
	TOTAL DEPOSITED SHARES:	

□ Some or all of my share certificates representing the Deposited Shares have been lost, stolen or destroyed. Please review Instruction 5 for the procedure to replace lost or destroyed certificates. (**Check box if applicable**).

Note to Beneficial Holders of Common Shares:

This Letter of Transmittal is for use by registered Shareholders only and is not to be used by holders of Common Shares whose shares are not registered in their name but rather are held by an intermediary on their behalf ("**Beneficial Common Shareholders**").

BENEFICIAL SHAREHOLDERS MUST CONTACT THEIR INTERMEDIARY (I.E. BROKER, TRUST COMPANY, BANK OR OTHER REGISTERED HOLDERS) FOR INSTRUCTIONS AND ASSISTANCE IN DELIVERING THEIR PRE-CONSOLIDATION COMMON SHARES TO THE DEPOSITARY.

AUTHORIZATION

The undersigned hereby:

1. represents and warrants that at all relevant times, (i) the information provided herein is true, accurate and complete; and (ii) the undersigned: (1) is the registered owner of the Deposited Shares; (2) has good title to the Deposited Shares free and clear of all liens, charges and encumbrances; (3) has full power and authority to execute and deliver this Letter of Transmittal and to deposit the Deposited Shares for cancellation and exchange for post-Consolidation Common Shares pursuant to the Consolidation and that neither the Company nor any successor thereto will be subject to any adverse claim in respect of the deposit of such Deposited Shares; (iii) the surrender of the Deposited Shares complies with all applicable laws; and (iv) the undersigned has not sold, assigned or transferred, or entered into any agreement to sell, assign or transfer, any of the Deposited Shares; and

2. acknowledges that:

(a) the Depositary will act as the agent of persons, including the undersigned, for the purpose of exchanging the Deposited Shares for post-Consolidation Common Shares hereunder;

(b) the Company may be required to disclose personal information in respect of the undersigned and consents to disclosure of personal information in respect of the undersigned to (i) stock exchanges or securities regulatory authorities, (ii) the Depositary, and (iii) its legal advisors;

(c) all authority conferred, or agreed to be conferred by the undersigned herein may be exercised during any subsequent legal incapacity of the undersigned and shall survive the death, incapacity, bankruptcy or insolvency of the undersigned and all obligations of the undersigned herein shall be binding upon any heirs, personal representatives, successors and assigns of the undersigned;

(d) the undersigned shall be deemed to have agreed that all questions as to validity, form, eligibility (including timely receipt) and acceptance of any Deposited Shares will be determined by the Company in its sole discretion and that such determination shall be final and binding and acknowledges that there is no duty or obligation on the Company or the Depositary or any other person to give notice of any defect or irregularity in any deposit of Common Shares and no liability shall be incurred by any of them for failure to give such notice;

(e) the issuance and delivery of the appropriate number of post-Consolidation Common Shares in accordance with the instructions set out above below will completely discharge any and all obligations of the Company and the Depositary with respect to the matters contemplated by this Letter of Transmittal. These representations, warranties, covenants, acknowledgements and agreements shall survive the completion of the Consolidation;

(f) the instructions accompanying this Letter of Transmittal specify certain signature guarantees and additional documents that the undersigned may be required to provide with this Letter of Transmittal and additionally, the undersigned may, upon request, be required to execute any additional documents deemed by the Depositary or the Company in their discretion to be reasonably necessary or desirable to complete the deposit and cancellation of the Deposited Shares in exchange for the applicable post-Consolidation Common Shares contemplated by this Letter of Transmittal; and

(g) the undersigned hereby acknowledges that the delivery of the Deposited Shares shall be effected and the risk of loss of such Deposited Shares shall pass only upon proper receipt thereof by the Depositary.

By reason of the use by the undersigned of an English language form of Letter of Transmittal, the undersigned shall be deemed to have required that any contract entered through this Letter of Transmittal, as well as any documents related thereto, be drawn exclusively in the English language.

If the Consolidation does not proceed, the enclosed certificate(s) representing the Deposited Shares will be returned to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as appears on the share register maintained by Company.

This Letter of Transmittal will be construed in accordance with and governed by the laws of the Province of British Columbia and the federal laws of Canada applicable therein. The Shareholder providing this Letter of Transmittal irrevocably attorns and submits to the exclusive jurisdiction of the British Columbia courts situated in the City of Vancouver, and waives objection to the venue of any proceedings in such court or that such court provides an inconvenient forum.

The undersigned authorizes and directs the Depositary to issue a DRS advice for post-Consolidation Common Shares to which the undersigned is entitled hereunder and to mail such advice to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as it appears on the share register maintained by the Company and the undersigned understands that the certificate(s) representing the Deposited Shares will forthwith be cancelled.

In the event that a DRS advice is not available, or a share certificate is requested by the Shareholder, a share certificate representing the post-Consolidation Common Shares to which the undersigned is entitled hereunder will be issued and mailed to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as appears on the share register maintained by the Company and the undersigned understands that the certificate(s) representing the Deposited Shares will forthwith be cancelled.

[Please complete applicable Boxes below]

BOX A
ISSUANCE AND DELIVER OF POST-CONSOLIDATION COMMON SHARES

The DRS advice or share certificate representing Post-Consolidation Common Shares is to be registered as follows:

Name: _____

Address: _____

_____

Postal (Zip) Code: _____

□ Please issue physical share certificate instead of DRS advice

The DRS advice or share certificate representing Post-Consolidation Common Shares is to delivered as follows:

Name: _____

Address: _____

_____

Postal (Zip) Code: _____ Email Address: _____

If delivery instructions are not provided above, the DRS advice(s) or post-Consolidation share certificate(s) will be mailed to the address of the undersigned as it appears on the share register maintained by Company.

BOX B
STATUS AS UNITED STATES SHAREHOLDER
(Indicate whether you are a U.S. Shareholder (as defined below) or are acting on behalf of a U.S. Shareholder)

⬜ The person signing above represents that it **is** a U.S. Shareholder or is acting on behalf of a U.S. Shareholder.

⬜ The person signing above represents that it **is not** a U.S. Shareholder and is not acting on behalf of a U.S. Shareholder.

A "**U.S. Shareholder**" is any Shareholder that is either (i) providing an address in Box "A" that is located within the United States or any territory or possession thereof, or (ii) a "U.S. person" for United States federal income tax purposes.

You are a "**U.S. person**" if you are (a) an individual citizen or resident alien of the United States as determined for U.S. federal income tax purposes; (b) a corporation (including an entity taxable as a corporation) or partnership created or organized in the United States or under the laws of the United States or any state or the District of Columbia; (c) an estate the income of which is subject to United States federal income tax regardless of its source; or (d) a trust: (i) if a court within the United States is able to exercise primary jurisdiction over its administration and one or more U.S. persons have the authority to control all substantial decisions of the trust; or (ii) that has a valid election in effect under applicable Treasury regulations to be treated as a U.S. person.

SHAREHOLDER SIGNATURE(S)

Signature guaranteed by (if required under Instruction 1 below):		Dated: _____, 20___
Authorized Signature of Guarantor		Signature of Shareholder or Authorized Representative (see Instruction 4 below)
Name of Guarantor (please print or type)		Address of Shareholder
Address of Guarantor (please print or type)		Daytime Telephone Number of Shareholder
		Email Address of Shareholder
		Name of Shareholder (please print or type)
		Name of Authorized Representative, if applicable (please print or type)

INSTRUCTIONS

1. Guarantee of Signatures and Endorsement

Shares registered in the name of the person by whom (or on whose behalf) the Letter of Transmittal is signed need not be endorsed or accompanied by any share transfer power of attorney.

Shares not registered in the name of the person by whom (or on whose behalf) the Letter of Transmittal is signed must be endorsed by the registered holder thereof or deposited with a share transfer power of attorney properly completed by the registered holder. Such signature must be guaranteed by an "Eligible Institution" or in some other manner acceptable to the Depositary.

An "Eligible Institution" means a Canadian schedule 1 Chartered Bank, a member of the Securities Transfer Agent Medallion Program, a member of the Stock Exchanges Medallion Program or a member of the New York Stock Exchange Inc. Medallion Signature Program. Members of these programs are usually members of a recognized stock exchange in Canada and the United States, members of the Investment Industry Regulatory Organization of Canada, members of the Financial Industry Regulatory Authority or banks and trust companies in the United States.

2. Delivery of Letter of Transmittal and Deposited Shares

The method of delivery of the certificate(s) representing Deposited Shares is at the option and risk of the person transmitting the certificate(s). The Company recommends that these documents be delivered by hand to the Depositary and a receipt be obtained for the documents or, if mailed, that registered mail be used (with proper insurance and an acknowledgment of receipt requested). Delivery of these documents will be deemed effective only when such documents are actually received.

3. Delivery by Depositary

If delivery instructions are not provided in Box A, the DRS advice(s), share certificate(s) representing post-Consolidation Common Shares or other documents to which the undersigned is entitled hereunder will be mailed to the address of the undersigned as it appears on the share register maintained by Company. Any DRS advice, share certificate or other document mailed in accordance with this Letter of Transmittal will be deemed to be delivered at the time of mailing.

4. Signatures on Letter of Transmittal

If this Letter of Transmittal is signed by the registered owner of the Deposited Shares transmitted by this Letter of Transmittal, the signature must correspond with the name as written on the face of the certificate(s) without alteration, enlargement or any change whatsoever.

If any of the Deposited Shares transmitted by this Letter of Transmittal are held of record by two or more joint owners, all the owners must sign this Letter of Transmittal.

If this Letter of Transmittal or any certificates or powers are signed by a trustee, executor, administrator, guardian, attorney-in-fact, agent, officer of a corporation or any other person acting in a fiduciary or representative capacity, those persons should so indicate when signing, and proper evidence satisfactory to the Depositary of their authority to act should be submitted. Either the Company or the Depositary, at its discretion, may require additional evidence of authority or additional documentation.

5. Lost, Destroyed and Stolen Certificates

If a share certificate has been lost or destroyed, this Letter of Transmittal should be completed as fully as possible and forwarded, together with an affidavit describing the loss, to the Depositary. The Depositary and/or the registrar and transfer agent for the Common Shares will respond with the replacement

requirements (which may include a bonding requirement) that must be properly completed and returned prior to effecting the exchange of pre-Consolidation Common Shares for post-Consolidation Common Shares.

6. Requests for Assistance

The Depositary or your securities broker, financial institution, trustee, custodian or other intermediary can assist you in completing this Letter of Transmittal (see the back page of this Letter of Transmittal for addresses and telephone numbers of the Depositary).

7. Correction of or Change in Name

For a correction of name or for a change in name which in either case does not involve a change in ownership, proceed as follows: (i) for a change of name by marriage, etc., the surrendered certificate(s) representing Deposited Shares should be endorsed, e.g., "Mary Doe, now by marriage Mrs. Mary Jones", with the signature guaranteed by an Eligible Institution; and (ii) for a correction in name, the surrendered certificate(s) should be endorsed, e.g., "James E. Brown, incorrectly inscribed as J.E. Brown", with the signature guaranteed by an Eligible Institution. See Instructions 1 and 4.

8. Return of Certificates

If the Consolidation does not proceed for any reason, any certificate(s) for Deposited Shares received by the Depositary will be returned to you in accordance with Instruction 3.

9. Miscellaneous

(a) If Common Shares are registered in different forms (*e.g.*, "John Doe" and "J. Doe"), a separate Letter of Transmittal should be signed for each different registration.

(b) No alternative, conditional or contingent deposits will be accepted. All depositing Shareholders by execution of this Letter of Transmittal (or a copy thereof) waive any right to receive any notice by the Depositary.

(c) Additional copies of the Letter of Transmittal may be obtained on request and without charge from the Depositary at any of its offices at the addresses listed on the back page hereof. This Letter of Transmittal is also available on the SEDAR website at www.sedar.com under the Company's profile.

(d) The Shareholder reserves the right, if it so elects, in its absolute discretion, to instruct the Depositary to waive any defect or irregularity contained in any Letter of Transmittal received by it.

THE DEPOSITARY IS:

ENDEAVOR TRUST CORPORATION

By Mail
Suite 702, 777 Hornby Street
Vancouver, British Columbia
V6Z 1S4
Attention: Securities Department

By Registered Mail, Hand or Courier
Suite 702, 777 Hornby Street
Vancouver, British Columbia
V6Z 1S4

Telephone: 1-604-559-8880
E-Mail: admin@endeavortrust.com

Any questions and requests for assistance may be directed by Shareholders to the Depositary at the telephone numbers and locations set out above. Shareholders may also contact their broker, dealer, commercial bank, trust company, lawyer, or professional advisor or other intermediary for assistance.

Privacy Notice: Endeavor Trust Corporation is committed to protecting your personal information. In the course of providing services to you and our corporate clients, we receive non-public personal information about you - from transactions we perform for you, forms you send us, other communications we have with you or your representatives, etc. This information could include your name, address, social insurance number, securities holdings and other financial information. We use this to administer your account, to better serve your and our clients' needs and for other lawful purposes relating to our services. Some of your information may be transferred to servicers in the U.S.A. for data processing and/or storage. Endeavor will use the information you are providing in order to process your request and will treat your signature(s) as your consent to us so doing.