

Nerium... Real Science

Nerium
BIOTECHNOLOGY, INC.



Important Information for Nerium Biotechnology, Inc Shareholders

Management has received the support of its major and influential shareholders.

Please visit our investor
webpage at nbiinvestors.com

Crandell Addington

Large shareholder with voting control of approximately 8% CEO, Chairman and Director of Phoenix Biotechnology

"After careful consideration of the information that I have been able to obtain about the ongoing dispute between Nerium Biotechnology and Nerium International, the current marketer for your skin care products, it is my opinion that it is in the best interests of all the shareholders that I vote the 3,004,468 shares of Nerium Biotechnology that are held by me, my entities, and my family members for the current management and board of directors. I will vote on the **GREEN PROXY. [Reference full letter attached]**

While it appears that the Federal Court will have to determine the factual matters of the dispute, the one fact that I have been able to determine is that both parties to the dispute have told me that Nerium International sold approximately HALF A BILLION DOLLARS of products, and yet LOST approximately two million dollars. It is my opinion that this describes a failed business model. And yet the "Shareholders Group" that is opposing current management has stated its intent to force Nerium Biotechnology to continue this failed relationship if they are successful in unseating current management."

Dr. Robert Newman

Chief Science Officer of Nerium Biotechnology and a shareholder.

"I am not supporting the Dissident Shareholder Group. I intend to vote my 400,000 shares using the **GREEN PROXY**, for the re-election of the Current Board."

Lou Kost

Large shareholder with voting control of approximately 4.5%

"I disagree with the Dissident Shareholder Group plan to stay the litigation and continue the working relationship with the Distributor. I will be voting my shares for the current Board using the **GREEN PROXY.**"

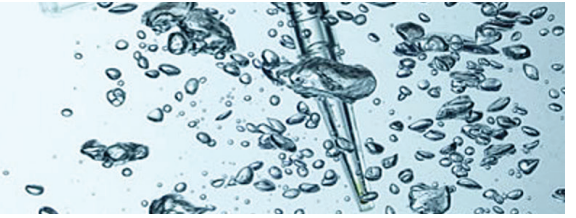
Dr. Sadik Al Bassam

Largest shareholder with voting control of approximately 9%

"I am supportive of Nerium Board and management and will be voting my Green proxy to re-elect the Current Board."

This letter highlights information contained in Nerium's Management Information Circular dated June 2, 2017 (the "Circular"). It does not contain all of the information that you should consider and should be read in conjunction with the Circular

If you have any questions or need assistance completing your GREEN proxy, please call Shorecrest Group toll free at 1-888-637-5789 or direct 647-931-7454.



Shareholders of Nerium Biotechnology, Inc are encouraged to vote using only the GREEN proxy FOR management's high quality and experienced nominees to the board of directors.

Your Company is going through a transition period and it is important that you **VOTE FOR** the board that will act in your best interest. The nominees proposed by management are best positioned to:

1. Guide Nerium's continued development and production of innovative and successful products.
2. Replace the current Distributor who has violated the trust of shareholders and customers.
3. Navigate Nerium successfully through it's litigation with the Distributor and Jeff Olson.
4. Protect Nerium's most valuable assets - the IP that includes patents, trade secrets, trademarks, formulas and manufacturing techniques on which our products are based.
5. Continue developing relationships with distributors in international markets that have expressed interest in marketing and selling Nerium products once the litigation with the Distributor has been resolved.
6. Unlock value for shareholders. Once the litigation has been substantially resolved, the board of directors will continue to seek ways to provide shareholders with a direct return on their investment.
7. Implement a plan for Nerium to maximize the return on your investment.

Management's nominees to the Board possess unique skills and experience that are essential to Nerium's success:

- | | | |
|----------------------------|---------------------|-------------------|
| ✓ Manufacturing | ✓ Product Knowledge | ✓ Gender Diverse |
| ✓ Research and Development | ✓ Executive | ✓ Risk Management |
| ✓ Medical | ✓ Financial | ✓ Government |
| ✓ Pharmaceutical | ✓ Marketing | ✓ Media |

The Dissident Board nominees qualifications:

- | | |
|--|----------------------|
| ⊙ Real Estate Agent/Financial Services | ⊙ Music compilation |
| ⊙ Fluid cleaning and treatment | ⊙ Waste Processing |
| ⊙ Junior mining | ⊙ Hotels/Hospitality |



The Dissident group is misleading shareholders

Performance – The dissident group are critical of the Company's financial performance but disregard the fact that this is the result of (i) the Distributor violating its commercial agreement with Nerium by manufacturing and selling a “competing knock off” product instead of purchasing products from the Company and (ii) Mr. Olson's financial misconduct and misappropriation of funds from the Distributor.

The Litigation – The dissident group has misled shareholders about the nature and cost of the litigation and have denied the scope of Mr. Olson's misconduct. By promising to terminate the litigation and surrender Nerium to Mr. Olson, the dissident group have undermined the Company's ability to negotiate a settlement with the Distributor.

The “Offer” – The Company has never received a formal offer from Mr. Olson. The Distributor sent Nerium a draft of a proposed offer marked “Confidential” that, in the Board's opinion, was not a proper or even complete proposal. The Company has invited Mr. Olson to make a proper offer to acquire the Company that will ensure the distribution of fair value to shareholders. He has never responded. Instead, if the dissident group are successful, he will gain control of the Company's key assets without compensating shareholders.

“Failure” to communicate with shareholders – Nerium is a reporting issuer under Canadian securities law. It complies with disclosure obligations that are substantially the same as those of a publicly traded company and is subject to the oversight of auditors and securities regulators. Management is not aware of any OSC complaint and the shareholder oppression claim referred to by the dissident group is a frivolous claim made by Mr. Gardner, the dissident who receives monthly payments from the Distributor and Mr. Olson.

Rejected “business proposals” – Twice Nerium met with Mr. Olson in a professionally managed mediation to settle the dispute and Mr. Olson walked away both times.

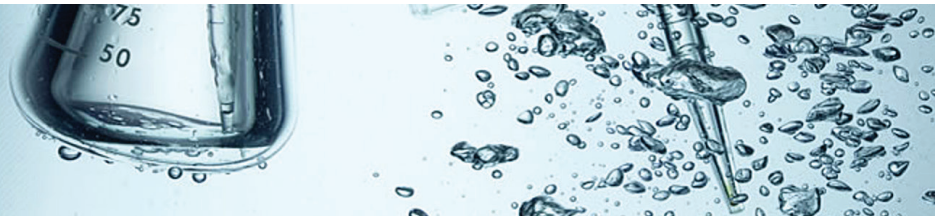
The “unnecessary” court actions – Management and the Board of directors have a fiduciary duty to protect the Company's IP. Beyond the main litigation against the Distributor and Mr. Olson, the actions referred to by the dissident group are oppositions to the Distributor's widespread attempt to misappropriate the Nerium name.

The “Settlement” – Settlement negotiations came to a standstill when the dissident group offered to hand Nerium over to the Distributor and Mr. Olson.

Don't be fooled by the dissident group

The plan put forward by the dissident group is self-serving and Nerium shareholders will never realize any return from their investment in Nerium. The dissident group's stated plan is to:

1. Elect a board of directors that lacks industry-specific skills and experience that are critical to the Company and replace current management without an effective transition plan.
2. Abandon the Company's claims against the Distributor and Mr. Olson for breach of contract and financial misconduct, as well as the Company's actions to oppose the Distributor's attempted misappropriation of the Company's trademarks.
3. Compensate the lead dissident (Mr. Buscher) as CEO of the Company and compensate Mr. Buscher's firm BACC to operate the Company. The dissident group have stated that Mr. Buscher and his firm will receive compensation that includes cash payments, restricted stock and bonus payments, however the amount of this compensation remains undisclosed.
4. Allow the Distributor to take control of Nerium's valuable assets including IP rights and the Nerium oleander farm that produces the key active ingredient in the Company's products.
5. Leave the Company as a poorly-funded medical research company with limited revenue opportunities, overseen by a board of directors with no experience in medical, pharmaceutical or skin care research and development.
6. **TAKE OVER YOUR COMPANY WITHOUT PAYING ANYTHING TO SHAREHOLDERS.**



VOTE YOUR SHARES TODAY

You may have received a proxy and information circular from the dissident group – to support management you should vote only using the enclosed **GREEN PROXY**. If you have already voted using the dissident proxy and wish to vote **FOR** the current directors, please vote using the enclosed **GREEN** form of proxy. This will automatically revoke any previous proxies submitted.

You can vote your proxy using one of the following methods



Internet: Go to www.voteproxyonline.com and enter the 12 digit control number on your proxy



E-mail: tmxeproxysupport@tmx.com



Fax: 416-595-9593



Mail: TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario M5H 4H1

Nerium has retained Shorecrest Group to assist with the solicitation of proxies.

Shorecrest

Toll free at 1-888-637-5789 or Direct 647-931-7454

Email at nerium@shorecrestgroup.com

This letter and the Circular contain certain forward-looking statements, which can generally be identified by the use of statements that include such words as “believe”, “expect”, “anticipate”, “intend”, “plan”, “may”, “will”, “likely”, “forecast”, “could”, “should” or other similar phrases. Forward-looking statements in this letter and the Circular include, but are not limited to, statements regarding the outcome of the Company’s litigation with the Distributor and the Company’s plans for developing future products and distribution and sales channels. Forward-looking statements are not based on historic facts, but rather on current expectations regarding future events. They are based on information available to management and/or assumptions management believes are reasonable. Many factors could cause future events and outcomes to differ materially from those those discussed in the forward-looking statements. Although the forward-looking statements are based on what management believes are reasonable assumptions, the Company cannot assure Shareholders that actual results will be consistent with these forward-looking statements. The forward-looking statements in this letter are made as of the date hereof, and the forward-looking statements in the Circular were made as of the date of the Circular. Except as required by applicable securities laws, the Company does not assume any obligation to update or revise forward-looking statements contained in this letter or the Circular. More information about the Company is available in its financial statements and related management’s disclosure and analysis for the year ended December 31, 2016, all of which are available on the Company’s issuer profile on SEDAR at www.sedar.com.