

CELLSTOP SYSTEMS INC.
302 – 1620 West 8th Avenue
Vancouver, B.C., V6J 1V4
Tel: (604) 639-4450 Fax: (604) 639-4458

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting (the “Meeting”) of the shareholders of CellStop Systems Inc. (the “Company”) will be held at Suite 302 – 1620 West 8th Avenue, Vancouver, B.C., V6J 1V4 on Thursday, June 9, 2011 at 11:00 a.m. (Pacific Time) for the following purposes:

1. To receive the Report of the Directors;
2. To receive the financial statements of the Company and the Auditor’s report thereon for the financial year ended August 31, 2010;
3. To elect Directors for the ensuing year;
4. To appoint an auditor of the Company for the ensuing year, and to authorize the Directors to fix the remuneration to be paid to the auditors; and
5. To transact such further or other business as may properly come before the meeting and any adjournments thereof.

If you are unable to attend the Meeting in person, you may still vote on the above items by submitting a Proxy. A form of Proxy has been provided in this package, together with an Information Circular which forms part of this Notice. Please refer to the Notes to the Proxy for instructions on completing the Proxy. To be effective, the Proxy must be completed, dated, signed and returned to the Company’s Transfer Agent, Computershare Investor Services, at least 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting.

DATED at Vancouver, British Columbia, this 5th day of May, 2011.

**ON BEHALF OF THE BOARD OF DIRECTORS
OF CELLSTOP SYSTEMS INC.**

“Michelle Gahagan”

Michelle Gahagan