



## NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual Meeting of Shareholders of Pacific Therapeutics Ltd. (the "Company") will be held at 1023 – 409 Granville Street, Vancouver, British Columbia, V6C 1T2, on Monday May 14, 2012, at 10:30 am (local time), for the following purposes:

1. To receive the Report of the Directors to the Shareholders;
2. To receive the audited Financial Statements of the Company for the fiscal years ended December 31, 2010, and December 31, 2011, together with the reports of the auditors thereon;
3. To fix the number of directors to be elected at the Meeting at five (5) for the ensuing year.
4. To elect directors for the ensuing year
5. To appoint LEED Advisors Inc. Chartered Accountants as the auditors for the ensuing year and to authorize the directors to fix their remuneration;
6. To approve the Company's 2012 stock option plan.
7. To transact such further or other business as may properly come before the meeting or any adjournment thereof.

Accompanying this Notice is the Company's Information Circular dated April 12, 2012, a form of Proxy. The accompanying Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice.

The Board of Directors has fixed April 2, 2012 as the record date for determining the Company's Shareholders who are entitled to receive notice of and to vote at the Meeting.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those who are unable to attend the Meeting are requested to read, complete, sign and mail the enclosed form of Proxy or vote using other methods in accordance with the instructions set out in the Proxy and in the Information Circular accompanying this Notice, not later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting or any adjournment thereof. The deadline for the deposit of proxies may be waived by the chairman of the Meeting at his sole discretion without notice. Please advise the Company of any change in your mailing address.

The Financial Statements of the Company for the fiscal years ended December 31, 2010 and December 31, 2011, including the auditors' report thereon, to be laid before the meeting, accompany this Notice.

Please advise the Company of any change in your address.

DATED at Vancouver, British Columbia, this 12 day of April, 2012.

**BY ORDER OF THE BOARD**

Douglas H. Unwin  
President and Chief Executive Officer

**If you are a non-registered shareholder of the Company and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the meeting.**