

**Form 45-102F1**

**Notice of Intention to Distribute Securities under Section 2.8 of  
NI 45-102 Resale of Securities**

**Reporting issuer**

1. Name of reporting issuer: **Pacific Therapeutics Ltd.**

**Selling security holder**

2. Your name:

**Howe and Bay Financial Corp.**

3. The offices or positions you hold in the reporting issuer:  
**N/A**

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer?  
**No.**

5. Number and class of securities of the reporting issuer you beneficially own:  
**2,499,999**

**Distribution**

6. Number and class of securities you propose to sell:  
**Up to 1,500,000 common shares**

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name.

**The securities will be sold privately or publicly, either on or off the facilities of the Canadian Securities Exchange.**

**Warning**

**It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.**

**Certificate**

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and  
(2) the information given in this form is true and complete.

Date: August 24, 2016

/s/ "Howe and Bay Financial Corp."  
Selling security holder

/s/ "Dan Terret"  
Authorized Signatory