

ARCH BIOPARTNERS INC.
NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual meeting of shareholders (the “**Meeting**”) of Arch Biopartners Inc. (the “**Corporation**”) will be held at the Hilton Toronto, University Room, 145 Richmond Street West, Toronto, Ontario, Canada on March 30, 2015 at 11:00 a.m. (Toronto time) for the following purposes:

1. To receive the consolidated audited financial statements of the Corporation for the fiscal year ended September 30, 2014 and the respective auditors’ report thereon;
2. To elect directors of the Corporation for the ensuing year;
3. The re-appointment of Exchange Chartered Accountants, LLP as auditors of the corporation and to authorize the directors to fix the auditor’s remuneration;
4. To consider, and if thought fit, pass, with or without variation, an ordinary resolution providing for the annual approval of the Corporation’s current stock option plan;
5. To transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The specific details of the matters to be put before the Meeting as identified above are set forth in the Management Information Circular accompanying and forming part of this Notice of Meeting.

This Notice and accompanying Management Information Circular have been sent to each director of the Corporation and each shareholder of the Corporation entitled to notice of the Meeting. Holders of Common Shares of record at the close of business on February 27, 2015 are entitled to receive notice of and to vote at the meeting.

Beneficial Holders of common shares who are unable to attend the meeting in person are requested to submit a Voting Instruction Form (“VIF”) or vote on-line via www.proxyvote.com. Registered holders of common shares who are unable to attend the meeting in person are requested to submit a proxy or vote on-line via www.voteproxyonline.com . Alternatively, shareholders can date, sign and return the enclosed form of proxy in the envelope provided. Registered holders may also fax in their proxy to 416-595-9593 A Supplemental Mailing List Reply Form is also enclosed and should be returned to Arch Biopartners, if necessary.

DATED at Toronto, Ontario, this 2nd day of March, 2015.

BY ORDER OF THE BOARD OF DIRECTORS

Signed “Richard Muruve”

Director, on behalf of the Board