

PLUTONIC POWER CORPORATION

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the annual general meeting of shareholders of Plutonic Power Corporation will be held at the Metropolitan Hotel Vancouver, Pacific Room, 645 Howe Street, Vancouver, British Columbia, on Thursday, the 28th day of May, 2009, at the hour of 1:00 p.m. (Vancouver time) for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the financial year ended December 31, 2008, together with the auditors report thereon.
2. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors.
3. To elect directors for the ensuing year.
4. To transact such other business as may properly be brought before the meeting or any adjournment thereof.

The record date for the meeting has been fixed at April 17, 2009, and only shareholders of record as of that date will be entitled to vote at the meeting.

If you are unable to attend the annual general meeting in person, please read the information regarding proxies contained in the accompanying information circular and the notes and instructions included with the accompanying instrument of proxy and then complete and return the proxy as provided for in the instructions. It should be noted that the enclosed proxy is solicited by management of the Company, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the meeting.

DATED at Vancouver, British Columbia, this 20th day of April, 2009.

BY ORDER OF THE BOARD

“Donald A. McInnes”

Donald A. McInnes
Vice Chairman and Chief Executive Officer