

**REG TECHNOLOGIES INC.  
4810 PT. FOSDICK DR. NW #100  
GIG HARBOR, WA 98335**

**VOTE BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)**

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

**ELECTRONIC DELIVERY OF FUTURE PROXY MATERIALS**

If you would like to reduce the costs incurred by our company in mailing proxy materials, you can consent to receiving all future proxy statements, proxy cards and annual reports electronically via e-mail or the Internet. To sign up for electronic delivery, please follow the instructions above to vote using the Internet and, when prompted, indicate that you agree to receive or access proxy materials electronically in future years.

**VOTE BY PHONE - 1-800-690-6903**

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

**VOTE BY MAIL**

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

E14498-Z68803

KEEP THIS PORTION FOR YOUR RECORDS  
DETACH AND RETURN THIS PORTION ONLY

**THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.**

**REG TECHNOLOGIES INC.**



**The Management recommends you vote FOR the following proposal:**

**For    Against    Abstain**

1. To consider and, if thought fit, pass, with or without variation, a special resolution approving a sale of all or substantially all of the assets of the Company (the "**Transaction**") under Section 301(1)(b) of the *Business Corporations Act* (British Columbia) (the "**Act**") which involves, among other things, the text of which is set forth in the Circular (as defined below); and

      

**NOTE:** To transact such other business as may properly be brought before the Meeting.

Information relating to the matters to be brought before the Meeting is set forth in the Circular.

**Registered Shareholders**

As a registered Shareholder you may wish to vote by Proxy whether or not you attend the Meeting in person. If you submit a Proxy you must complete, date and sign the Proxy, and then return it to Broadridge Financial Solutions, Inc., not less than 48 hours (excluding Saturdays, Sundays and holidays) before the Meeting or the adjournment thereof at which the Proxy is to be used.

If you wish to appoint someone other than the Chairman of the Meeting, you must check the box here and write in their name on the reverse side of this card. Please do not check the box unless you want to exercise this voting option.

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by authorized officer.

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Signature [PLEASE SIGN WITHIN BOX]                      Date

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Signature (Joint Owners)    Date

**Important Notice Regarding the Availability of Proxy Materials for the Special Meeting:**  
The IC is available at [www.proxyvote.com](http://www.proxyvote.com).

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I/We being holder(s) of Reg Technologies Inc. hereby appoints: Paul W. Chute, or **Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.** \_\_\_\_\_ as my/our proxyholder with full power of substitution and to attend, act and to vote for and on my behalf in accordance with the following direction (or if no directions have been given, as the proxyholders sees fit) and all other matters that may properly come before the Special Meeting of shareholders of Reg Technologies Inc. to be held at the offices of Corporation's solicitors, located at Suite 409, 221 West Esplanade, North Vancouver, British Columbia, Canada V7M 3J3 on November 18, 2016 at 10:00 a.m. (Pacific Time) and at any adjournment or postponement thereof.

**Form of Proxy - Special Meeting to be held on November 18, 2016**

**This Form of Proxy is solicited by and on behalf of Management.**

**Notes to proxy**

1. **Every holder has the right to appoint some other person or company of their choice, who need not be a holder, other than the persons designated in this form of proxy, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided.**
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date which is 7 days after it was mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter and the management designees are appointed as proxyholders, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted or withheld from voting in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.