

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General and Special Meeting to be held on September 17th, 2018 at 10:00 AM, Pacific Time

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, 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 (see reverse).
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 on which it is 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, this proxy will be voted as recommended by Management.
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, 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.

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Proxies submitted must be received by 10:00 AM, Pacific Time on September 13th, 2018.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- Smartphone?
Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual. Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER



Appointment of Proxyholder

I/We being holder(s) of Reg Technologies Inc. hereby appoint:
Paul W Chute, the CEO of the Corporation,

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting, Paul Chute.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General and Special Meeting of shareholders of Reg Technologies Inc. to be held at 500-666 Burrard St., Vancouver, BC, on September 17th, at 10:00 AM, Pacific Time and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Number of Directors

To set the number of Directors at three (3).

<input type="checkbox"/>	<input type="checkbox"/>
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2. Election of Directors

A. Current Board to serve from the close of the Meeting until the earlier of (A) the close of the next annual meeting of Shareholders or until their successors are elected or appointed and (B) the effective time of the completion of the Corporation's Proposed Transaction (as such term is defined in the accompanying management information circular);

For **Withhold**

For **Withhold**

For **Withhold**

01. Paul Chute

<input type="checkbox"/>	<input type="checkbox"/>
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02. Dr. James Slinger

<input type="checkbox"/>	<input type="checkbox"/>
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03. Susanne Robertson

<input type="checkbox"/>	<input type="checkbox"/>
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B. Resulting issuer Board to serve from the effective time of the completion of the Corporation's Proposed Transaction until the close of the next annual meeting of shareholders of the Corporation or until their successors are elected or appointed, as more fully described in the accompanying management information circular.

For **Withhold**

For **Withhold**

For **Withhold**

01. Peter Kim

<input type="checkbox"/>	<input type="checkbox"/>
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02. David Posner

<input type="checkbox"/>	<input type="checkbox"/>
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03. Todd Shapiro

<input type="checkbox"/>	<input type="checkbox"/>
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For **Against**

3. Share Consolidation

To approve a special resolution authorizing the consolidation of the Corporation's issued and outstanding common shares on the basis of one (1) post-consolidation common share for every ten (10) pre-consolidation common shares, as more fully described in the accompanying management information circular.

<input type="checkbox"/>	<input type="checkbox"/>
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For **Withhold**

4. Appointment of Auditors

A. Appointment of MaloneBailey LLP Certified Public Accounting Firm as auditors of the Corporation until the earlier of (A) the close of the next annual meeting of Shareholders or until their successors are appointed, and (B) the effective time of completion of the Proposed Transaction. Authorization of the directors of the Corporation to fix auditors' remuneration and the terms of their engagement;

<input type="checkbox"/>	<input type="checkbox"/>
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B. Appointment of MNP LLP, Chartered Professional Accountants as new auditors of the Corporation to hold office from the completion of the Corporation's Proposed Transaction until the next annual meeting of Shareholders. Authorization of the directors of the Corporation to fix auditors' remuneration and the terms of their engagement.

<input type="checkbox"/>	<input type="checkbox"/>
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For **Against**

5. Name Change Resolution

To approve a special resolution authorizing the change of the Corporation's name to "Graph Blockchain Inc." upon the completion of the Proposed Transaction, or such other name as may be determined by the board of directors, as more fully described in the accompanying management information circular.

<input type="checkbox"/>	<input type="checkbox"/>
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For **Against**

6. Other Business

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

<input type="checkbox"/>	<input type="checkbox"/>
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Authorized Signature(s) – This section must be completed for your instructions to be executed.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.

Signature(s)

Date

MM / DD / YY

