

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. Name and Address of Company

Regenx Tech Corp. (“**Regenx**”)
101 Lafleur Drive, St. Albert, Alberta T8N 7M8

2. Date of Material Change

June 10, 2024

3. News Release

A press release was disseminated on June 10, 2024 via NewsWire.

4. Summary of Material Change

Regenx completed the rights offering (the “**Offering**”). In connection with the closing of the Offering, Regenx issued 395,508,808 common shares of the Corporation (each a “**Common Share**”) at a price of \$0.0075 per Common Share, raising total gross proceeds of approximately \$2,966,316.

5. Full Description of Material Change

5.1 Full Description of Material Change

Regenx completed the rights offering (the “**Offering**”). In connection with the closing of the Offering, Regenx issued 395,508,808 common shares of the Corporation (each a “**Common Share**”) at a price of \$0.0075 per Common Share, raising total gross proceeds of approximately \$2,966,316.

As of the closing date, 791,017,614 Common Shares of Regenx are issued and outstanding. To the knowledge of Regenx, after reasonable inquiry, no person that was not an insider of Regenx became an insider as a result of the distribution under the Offering.

Regenx intends to use the available funds from the Offering for the purposes identified in the rights offering circular of Regenx dated March 26, 2024.

5.2 Disclosure for Restructuring Transactions

Not Applicable

6. Reliance on Section 7.1(2) of National Instrument 51-102

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

The name and business number of the executive officer of the Corporation who is knowledgeable about the material change and this report is:

Emily Richardson
Chief Financial Officer
Phone: 1-866-498-4213

9. Date of Report

June 10, 2024