

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: Graph Blockchain Inc. (the "Issuer").

Trading Symbol: GBLC

Date: November 9, 2018

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: N/A

Date of News Release Announcing Private Placement: CSE Bulletin dated May 24, 2018

Closing Market Price on Day Preceding the Issuance of the News Release: N/A

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)

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- (1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.
- (2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: _____ .
2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. _____ .
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: _____ .
_____ .
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.
5. Description of securities to be issued:
 - (a) Class _____ .
 - (b) Number _____ .
 - (c) Price per security _____ .
 - (d) Voting rights _____ .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number _____ .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____ .
_____ .
 - (c) Exercise price _____ .
 - (d) Expiry date _____ .

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7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount _____ .
 - (b) Maturity date _____ .
 - (c) Interest rate _____ .
 - (d) Conversion terms _____ .
 - (e) Default provisions _____ .
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): ____ .
 - (b) Cash _____ .
 - (c) Securities _____ .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. _____ .
 - (f) Exercise price of any options, warrants etc. _____ .
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship _____
_____ .
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
_____ .
11. State whether the private placement will result in a change of control.

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12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. _____

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102..

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

The acquisition (the “**Acquisition**”) of all of the issued and outstanding shares of Graph Blockchain Limited. (“**Graph**”), a company based in Toronto, Ontario.

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material:

Reg Technologies Inc., a predecessor of the Issuer, entered into a definitive agreement dated November 6, 2018 among Reg Technologies Inc., Graph and 2659468 Ontario Inc. (“**Subco**”), a wholly owned subsidiary of Reg Technologies Inc., for the acquisition of all of the issued and outstanding shares of Graph by way of the amalgamation and Graph and Subco (the “**Amalgamation**”) and the exchange of all the shares in the capital of Graph for common shares in the capital of the Issuer (the “**Shares**”) at a deemed price of \$0.30 per Share.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

- (a) Total aggregate consideration in Canadian dollars: \$38,500,000 (deemed value)
- (b) Cash: Nil _____ .
- (c) Securities (including options, warrants etc.) and dollar value:
128,333,333 Shares at a deemed price of \$0.30 per share.
1,665,818 finder's warrants were issued in consideration of the outstanding finder's warrants of Graph
3,354,867 warrants were issued in consideration of the outstanding warrants of Graph
- (d) Other: _____ .
- (e) Expiry date of options, warrants, etc. if any:
Expiry date of finder's warrants: January 10, 2020
Expiry date of warrants: May 6, 2020
- (f) Exercise price of options, warrants, etc. if any:
Exercise Price of finder's warrants: 0.083
Exercise price of warrants: 0.40
- (g) Work commitments: _____ .
4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
The acquisition price was determined by arm's length negotiation between Reg Technologies Inc. and Graph.
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A
_____ .
6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

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Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾
See attached schedule						

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: The Issuer completed standard due diligence on Graph.
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

514 Finance Inc.
398 De Maisonneuve Ouest
Montreal, Quebec
H3A 1L2
 - (b) Cash N/A _____
 - (c) Securities: 641,666 Shares at a deemed price of \$0.30 per Share for a total deemed value of \$192,500, being 0.5% of the deemed value of the consideration for the Acquisition
 - (d) Other N/A _____

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(e) Expiry date of any options, warrants etc. N/A_____

(f) Exercise price of any options, warrants etc. N/A_____ .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A_____

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A_____

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Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

November 6, 2018

Dated _____.

Peter Kim

Name of Director or Senior
Officer

"Peter Kim"

Signature

CEO

Official Capacity

Schedule A							
Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
698734 Ontario Inc.	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
8797668 Canada Ltd.	166,667	\$0.30 per common share (deemed)	166,667 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	Related Person
Albert Sheynzon	302,744	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Alexandru Cezar Mihai	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Andrew Ryu	12,898,786	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Andrew Zrinzo	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
The Belmont Foundation	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Bitnine Global Inc.	12,109,763	\$0.30 per common share (deemed)	Nil	N/A	Foreign	Nil	N/A
Brady Rak	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Brian Milne	30,274	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Bruce McLeod	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Bruce Mitchell	2,000,000	\$0.30 per common share (deemed)	1,000,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Bryan Henry	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Buckingham Group Limited	302,744	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Carlos Ossandon	363,293	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Cesar Lopez	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Chelsea Stanimir	211,921	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Cheolsun Kang	6,660,369	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Claude Theoret	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Dan S Wales	150,000	\$0.30 per common share (deemed)	150,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Darin John Nishi	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Datametrex AI Limited	36,329,287	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	Related Person
Deborah Clifford	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Dig Media Inc.	145,000	\$0.30 per common share (deemed)	145,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Dominic Beaumont	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Donald Bonnar	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Donhgo Kim	100,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Elaine Basa	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Ennio D'Angela or Anna Maria D'Angela ITF D'Angela Family	2,421,952	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Eugene Sekora	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Expoworld Ltd.	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Brian Ross Henderson	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Game 7 Investments Inc.	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Geeyeon Rhim	1,768,781	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Glen Cooke	181,646	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Gratid Tsang	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Greg Bonkowski	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Guillaume Eizlini	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Guy Moise	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
GyeongMi Jeong	423,842	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Hakyung Kwon	50,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Harry Allan Caldwell	181,646	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Heeja Jung	278,525	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Hezekiah Akiva Bacovcin	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Hsin-Ying Cindy Tsai	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Hyeona Song	30,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Hyeongseok Choi	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Hyewon Kim	50,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
James F. Callaghan	181,646	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
James G. Taylor	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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James Stafford	484,390	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jeff Stevens	5,454,881	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jencorp Inc.	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jia-Xin Sandra Liang	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jin Sun Choi	250,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Joanne Jiyeon Seo	1,008,232	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
John Kenney	90,823	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
John Veltheer	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jonathan Baker	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Jordan Trimble	302,744	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Joshua Youngsun Bae	908,232	\$0.30 per common share (deemed)	Nil	N/A	Foreign	Nil	N/A

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Kangbaek Rhee	968,781	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Karla Kerr	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Kevin Chiang	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Kevin Christopher Hu	281,479	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Krista Smyth	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Kristopher D. Langille	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Larry Fisher	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Lawrence Latter	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Lepp Lee	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Lisa Cytrynbaum	181,646	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Louis Lapierre	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Maggie Yuk Ching Lam	726,586	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Mal Lae Jung	145,317	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Manny Janda	484,391	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Margaret Lindzon	484,391	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Marshall Gunter	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Martin Bernholtz	363,293	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Maxime Martineau	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Meesoon Joung	145,317	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Michael Blanchard	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Michael Frank	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Michael Yee	302,744	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Michele Kosich	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Min Jing Jian	66,604	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Min Wei Hung	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Ming-Hsun Hsieh	181,646	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Mirela Souza Thoni	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Mun Hee Lee	30,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Murray Davidson	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
NAI Interactive Ltd.	68,400	\$0.30 per common share (deemed)	68,400 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Ohbeom Choi	50,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Patrice Levesque	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Peter Samuel Kim	2,421,952	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	Related Person
PI Financial Corp.	678,147	\$0.30 per common share (deemed)	1,254,087 finder's warrants	\$0.083	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
R. Stuart Angus	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Rachel Adams	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Rachel Mantel	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Radical Capital Ltd.	256,000	\$0.30 per common share (deemed)	256,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Ray E. Signorello	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Rene Laverdiere	1,210,976	\$0.30 per common share (deemed)	96,878 finder's warrants	\$0.083	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Rob Cowie	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Rob Grace	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Robert Hirschberg	1,210,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Rodger Boychuk	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Romeo D'Angela or Beatrice D'Angela	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Ross Henderson	726,586	\$0.30 per common share (deemed)	193,756 finder's warrantts	\$0.083	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sam Vipond	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Seok Woo Hong	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Seongha Woo	66,329	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Seyed Amirali Modares Kahangi	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

Name of Party	Number of Common Shares to be Issued	Dollar Value Per Security	Number of Warrants/Finder's Warrants to be Issued	Conversion Price	Prospectus Exemption	No. of Securities Directly or Indirectly Owned, Controlled or Directed by Party	Relationship to Issuer
Sharon Walden	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Shaun Chin	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Shu-Wei Kuo	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sijia Shao	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sinae Jeon	100,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Stan McDonald	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Stefany Bedoya	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Stephan Bogner	508,610	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Steve Byungjoo Kang	1,816,464	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	Related Person
Steve Stathakis	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Steven Mantel	605,488	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Strand Enterprises Ltd	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sukmin Bae	1,330,976	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sung Joong Lee	1,016,037	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sung Jun Park	150,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sung Kyu Kim	50,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sungmin Byun	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Susan Au Yeung	250,000	\$0.30 per common share (deemed)	250,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
The Carey Mobius Family Trust	242,195	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Transcend Capital Inc.	4,843,905	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Trevor Isfeld	302,744	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Victor Guinet	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
William Stanimir	847,683	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
William Yao	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Xiao Tong Yu	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Xihong Guo	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Yan Yan	121,098	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Yang Wang	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Yin-Hsi Kuo	363,293	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Ying Tan	121,703	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Young Cho Lee	1,396,575	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Yu Shu	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Yu-Ju Lin	60,549	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Zachary Deveraux	10,000	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Stone Select Growth Class	167,000	\$0.30 per common share (deemed)	167,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Mimi Lee	85,000	\$0.30 per common share (deemed)	85,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Calico T.C.P. Internet Solutions Inc.	33,400.00	\$0.30 per common share (deemed)	33,400 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
2612130 Ontario Ltd.	100,000.00	\$0.30 per common share (deemed)	100,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
2432692 Ontario Inc.	500,000.00	\$0.30 per common share (deemed)	500,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
2608960 Ontario Inc.	33,400.00	\$0.30 per common share (deemed)	33,400 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A

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Zafiro Papdolos	100,000.00	\$0.30 per common share (deemed)	100,000 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Equity Guru Media Inc.	200,000.00	\$0.30 per common share (deemed)	200,00 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Sylvia Lai	100,000.00	\$0.30 per common share (deemed)	100,00 warrants	\$0.40	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
William Ernest Overend	200,000.00	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
514 Finance Inc.	641,666.00	\$0.30 per common share (deemed)	Nil	N/A	NI 45-106 2.3 [Accredited Investor]	Nil	N/A
Leede Jones Gable Inc.	Nil	N/A	121,097 finder's warrants	\$0.083	NI 45-106 2.11 [Business Combination and Reorganization]	Nil	N/A
Total	132,329,866.00						