

**Security Class**

**Holder Account Number**

Fold

**Form of Proxy - Annual General and Special Meeting to be held on November 9, 2018**

**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 a.m. (Toronto time) on November 7, 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](http://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 Breaking Data Corp. (the "Company") hereby appoint: Marvin Igelman, Chief Executive Officer, or, failing him, David Berman, Chief Financial Officer

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

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 Breaking Data Corp. to be held at the offices of Fogler, Rubinoff LLP, 77 King Street West, Suite 3000, Toronto, Ontario on November 9, 2018 at 10:00 a.m. (Toronto time) and at any adjournment or postponement thereof.

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

### 1. Number of Directors

To fix the number of directors at seven (7).

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

### 2. Election of Directors

01. Nick Thain

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

02. Jae Chalfin

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

03. Matthew Elek

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

04. Roger Mitchell

<input type="checkbox"/>	<input type="checkbox"/>
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05. Ben Nicholas

<input type="checkbox"/>	<input type="checkbox"/>
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06. Marvin Igelman

<input type="checkbox"/>	<input type="checkbox"/>
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07. Roger Rai

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

### 3. Number of Directors of the Resulting Issuer

To fix the number of directors at seven (7) following the completion of the Transaction.

<input type="checkbox"/>	<input type="checkbox"/>
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### 4. Election of Directors of the Resulting Issuer

01. Dominic Mansour

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

02. Michael Galloro

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

03. Mark Munger

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

04. Marvin Igelman

<input type="checkbox"/>	<input type="checkbox"/>
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05. Nick Thain

<input type="checkbox"/>	<input type="checkbox"/>
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06. Jae Chalfin

<input type="checkbox"/>	<input type="checkbox"/>
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07. Roger Rai

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

### 5. Appointment of Auditors

To appoint MNP LLP, Chartered Accountants, of Toronto, Ontario, as auditors for the ensuing year and authorizing the directors of the Corporation to fix their remuneration.

<input type="checkbox"/>	<input type="checkbox"/>
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### 6. Transaction Resolution

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution (the text of which is set out in the Company's management information circular dated as of the date of this Notice (the "Circular") authorizing and approving the Transaction (as defined in the Circular), all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Approval of the Transaction Resolution".

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

### 7. Name Change

To consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing a change of name of the Company to "Bragg Gaming Group Inc." or such other name as the board of directors of the Company may choose, acting in the best interests of the Company, all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Approval of Name Change".

<input type="checkbox"/>	<input type="checkbox"/>
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### 8. Approval of Compensation Shares

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the issuance of shares to certain members of management and the board of directors of the Company in satisfaction of fees owed to such persons, all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Approval of Compensation Shares".

<input type="checkbox"/>	<input type="checkbox"/>
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### 9. Approval of Amendment to the BKD Option Plan

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the amendments to the BKD Option Plan, with such amendments being conditional on the closing of the Transaction, all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Approval of Amendment to the BKD Option Plan".

<input type="checkbox"/>	<input type="checkbox"/>
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### 10. Approval of the Resulting Issuer DSU Plan

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Resulting Issuer DSU Plan, with such amendments being conditional on the closing of the Transaction, all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Approval of the Resulting Issuer DSU Plan".

<input type="checkbox"/>	<input type="checkbox"/>
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### 11. Approval of Delisting from the TSX Venture Exchange

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the delisting of the Common Shares of the Company from the TSX Venture Exchange, all as more particularly described in the section of the Circular entitled "Special Business to be Conducted at the Meeting – Voluntary Delisting from the TSX Venture Exchange".

<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

**Interim Financial Statements** – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

**Annual Financial Statements** – Mark this box if you would NOT like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at [www.computershare.com/maillinglist](http://www.computershare.com/maillinglist).

