



MemReg
d/b/a ORhub

MEMREG, INC.

**OTC PINK BASIC QUARTERLY INFORMATION
AND DISCLOSURE STATEMENT**

AS OF SEPTEMBER 30, 2016

MemReg, Inc.
Annual OTC Pink Basic Disclosure
Year ending September 30, 2016

The Company

On June 30, 2016, MemReg, Inc. (the “*Company*”) acquired all the assets and business of ORhub, LLC (“*ORH*”) in exchange for 102,694,775 shares of common stock and assumption of certain ORH liabilities (the “*ORhub Acquisition*”). ORH was developing a proprietary, 100% cloud based software application for the management of device implant and biologic inventory (the “*ORhub Software*”). As a condition of the closing of the ORhub Acquisition, the Company divested its memorabilia business operated through its wholly owned subsidiary, Memorabilia Registry Corp. (“*MRC*”), through a tax-free split-off of MRC (the “*Split-off*”). To affect the Split-off, certain stockholders exchanged all the Company’s outstanding Series C Preferred stock and 9,447,602 shares of common stock for all the outstanding capital stock of MRC. As a result of the ORhub Acquisition and divestiture of MRC, the Company will focus on the development of the ORhub business. The Company expects to change its name in the near future to align with its new business operations.

The Company believes the ORhub Software significantly improves the productivity and accountability of device implant and biologic inventory utilized in orthopedic and other surgeries. The production version of the first release of the ORhub Software is currently in daily use at a regional hospital. The Company’s plan of operations is to gain a dominant share of the device implant and biologic inventory management market. The Company estimates that there are 7,000,000 orthopedic implant surgeries annually. This number is expected to grow with demographic trends.

Currently, the Company estimates that \$85 billion is spent annually on surgical device implants and biologics. The accountability, billing, and inventory management functions for device implant and biologic inventory are generally not automated. Manual processes are labor intensive and costly. Billing payment cycles to vendors run 90 to 120 days. The customer base for the ORhub Software is readily identifiable. Although there are approximately 5,600 hospitals in the United States, the top 12 hospital ownership groups control roughly 20% of the market. Initially, the Company will focus its marketing efforts on these top ownership groups and, in particular, on those hospitals considered leaders in spine surgery related to the aging spine, degenerative disc disease, and complex reconstructive deformity procedures.

Prior history and development of Issuer

The Company was originally incorporated in Arizona on September 3, 2004 under the name VT Gaming Services, Inc. (“*VTG*”) to implement the confirmed Chapter 11 Bankruptcy Plan (the “*Plan*”) of Visitalk.com, Inc. (the “*Debtor*”). At the time of confirmation of the Plan, VTG was capitalized with a license to the Debtor’s technology with use limited to facilitate peer-to-peer computer gaming activities. Pursuant to the Plan, creditors and claimants of the Debtor received stock and warrants in VTG (see Items 3(A)2(a) and 3(C) below). On

December 31, 2004, pursuant to an Exchange Agreement, the Company acquired all of the outstanding capital stock of DynaSig Corporation, an Arizona corporation (“*DynaSig*”). The related change of control caused the peer-to-peer license and all related development to revert to the Reorganized Debtor, Visitalk Capital Corp. Reflecting this change in business, in 2005 the Company changed its name to Dynamic Biometric Systems, Inc. and changed its state of incorporation from Arizona to Nevada. In 2009, the Company refocused on the memorabilia business by forming MRC. In December 2013, the Company restructured its operations by selling DynaSig and focusing on the memorabilia business.

ITEM 1) NAME OF THE ISSUER AND ITS PREDECESSORS (IF ANY)

The Company’s name is MemReg, Inc. In April 2011, the Company changed its name from Dynamic Biometric Systems, Inc. to MemReg, Inc. This name change was approved by DTC and FINRA effective at the opening of business January 2, 2015 when the Company’s trading symbol was changed from DYBO to MREG. With the ORH Acquisition, the Company expects to change its name again to align with its new business operations.

ITEM 2) ADDRESS OF THE ISSUER’S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters

Address 1: 9830 South 51st Street
 Address 2: Suite A-128
 Address 3: Phoenix, Arizona 85044
 Phone: (844)545-4508, ext. 402
 Email: info@orhub.com
 Corporate website: www.orhub.com

IR Contact

Firm: None
 Phone: (844)545-4508, ext. 402
 Email: mike.williams@orhub.com
 Corporate website: www.orhub.com

ITEM 3) SECURITY INFORMATION

A.	Exact title and class of securities outstanding:	<u>Common Stock</u>
	Trading Symbol:	MREG
	CUSIP:	58626C 105
	Par or Stated Value:	\$.001
	Total shares authorized:	190,000,000 as of: 9/30/2016
	Total shares outstanding:	119,279,786 as of: 9/30/2016
	Total shares reserved:	64,209,712 as of: 9/30/2016

Transfer Agent for the Common stock

Name: Computershare Trust Company, NA.
Address 1: 8742 Lucent Boulevard
Address 2: Suite 255
Address 3: Highlands Ranch, Colorado 80219
Phone: (303) 262-0678

Is this Transfer Agent registered under the Exchange Act?* Yes: No:

List any restrictions on the transfer of security:

1. Restricted - A majority of the shares of common stock were issued in private transactions and are therefore restricted securities requiring a registration or exemption from registration to be “free trading.”

2. Non-Restricted

(a) *Prior to June 30, 2016.* Pursuant to the Plan confirmed in 2004, in which the Company was a co-proponent, approximately 220,000 shares were issued to non-affiliates. In 2005, 124,125 shares of common stock and in 2014, 130,466 shares of common stock were issued through the exercise of Plan Warrants (see Item 3C below). These shares of common stock issued pursuant to the Plan and the exercise of the Plan Warrants were issued pursuant to Section 1145 of the Bankruptcy Code and are “free trading.”

(b) *Three months ending September 30, 2016.* On July 8, 2016, the Company established a Special Exercise Price of the Plan Warrants of \$.3333 (See Plan Warrants under C of this section). In the period referenced 2,042,615 Plan Warrants were exercised and the Company received proceeds of \$682,464. The shares of common stock issued pursuant to exercise of these Plan Warrants was exempt from registration pursuant to Section 1145 of the Bankruptcy Code and are “free trading.”

B. Additional class of securities:

Preferred Stock

1. Exact title and class of securities outstanding: **Undesignated Preferred**

Trading Symbol: none
CUSIP: no CUSIP – non trading
Par or Stated Value: to be determined by the Board of Directors
Total shares authorized: 6,765,500 as of: 9/30/2016
Total shares outstanding: none as of: 9/30/2016

2. Exact title and class of securities outstanding: **Series A Preferred stock**

Trading Symbol: none
CUSIP: no CUSIP – non trading

Par or Stated Value: \$1.00 per share liquidation value plus dividends
Total shares authorized: 1,197,002 as of: 9/30/2016
Total shares outstanding: none as of: 9/30/2016

Transfer Agent for all classes of preferred stock

Name: MemReg, Inc. (the Company acts as its own transfer agent for the Preferred Stock)
Address 1: 9830 South 51st Street
Address 2: Suite A-128
Address 3: Phoenix, Arizona 85044
Phone: (844)545-4508, ext. 402

Is the Transfer Agent registered under the Exchange Act?* Yes: No:

List any restrictions on the transfer of security:

There are no outstanding shares of preferred stock.

C. Additional class of securities:

Plan Warrants

The Company has five series of common stock purchase warrants outstanding allowing holders to purchase additional shares of common stock. All these warrants were issued under the Plan (“*Plan Warrants*”). Each Plan Warrant provides for the purchase of one share of common stock and is callable at any time by the Company for a price of \$.0001 per warrant. The Plan Warrants are governed by a Warrant Agreement. Currently, the Company is acting as the Warrant Agent but has the right to appoint an alternative Warrant Agent in accordance with the Warrant Agreement. Pursuant to the Plan, the Company’s Board of Directors can extend the expiration date of the Plan Warrants or reduce the exercise price of any Plan Warrant on a temporary or permanent basis.

Pursuant to the Warrant Agreement, without Company approval, a holder may not exercise Warrants which when combined with current beneficial ownership would increase such holder’s ownership in the Company above 5%. On August 1, 2016, in response to a request, the Company waived the 5% ownership restriction for six large shareholders who owned greater than 5% of the Company in exchange for undertakings regarding current information to meet the Company’s disclosure requirements.

A summary of the Warrants outstanding as of September 30, 2016 is as follows:

	Series B Warrants	Series C & D Warrants	Series E & F Warrants
Warrants outstanding, June 30, 2016	8,293,025	16,846,982	16,846,982
Exercised	424,549	809,034	809,032
Expired	-	-	-
Warrants outstanding, September 30, 2016	<u>7,868,476</u>	<u>16,037,948</u>	<u>16,037,950</u>
Exercise price (**)	<u>\$.3333</u>	<u>\$.3333</u>	<u>\$.3333</u>
Expiration date	<u>Dec. 31, 2016</u>	<u>Dec. 31, 2016</u>	<u>Dec. 31, 2016</u>

(**) On July 8, 2016, the board of directors approved reducing the exercise price of all Warrants to \$.3333 (the “*Special Exercise Price*”) which expired on October 6, 2016, but was extended until December 5, 2016 but only for the Series B Warrants. The remainder of the unexercised Warrants reverted to their original exercise prices of \$3.00 (the Series C & D Warrants) and \$4.00 (the Series C & D Warrants). On December 6, without further action the Series B Warrants will revert to the original Plan Exercise Price of \$2.00.

1. Exact title and class of securities outstanding: **Plan Warrant Unit**

The Plan Warrant Unit which existed at June 30, 2016 consisted of the five Plan Warrants outstanding and was immediately detachable. Because of the disparate exercise of one Series of Plan Warrants vs. another, the Company has determined that the Plan Warrant Unit is impractical and will not be renewed upon its expiration and that after September 30, 2016, the Unit will be permanently detached into its components; Plan Warrant B, C, D, E and F.

2. Exact title and class of securities outstanding: **Series B Plan Warrants**

Trading Symbol: none
CUSIP: 58626C 121– transferable but no trading market
Par or Stated Value: Exercise price maximum \$2.00 or adjusted downward as determined by the Board of Directors
Total Series B Plan Warrants authorized: 7,868,476 as of: 9/30/2016. No additional Series B Warrants can be authorized and therefore the authorized equals the outstanding Plan Warrants.

3. Exact title and class of securities outstanding: **Series C Plan Warrants**

Trading Symbol: none
CUSIP: 58626C 139 – transferable but no trading market
Par or Stated Value: Exercise price maximum \$3.00 or adjusted downward as determined by the Board of Directors
Total Series C Plan Warrants authorized: 8,018,974 as of: 9/30/2016. No additional Series C Warrants can be authorized and therefore the authorized equals the outstanding Plan Warrants.

4. Exact title and class of securities outstanding: **Series D Plan Warrants**
 Trading Symbol: none
 CUSIP: 58626C 147 – transferable but no trading market
 Par or Stated Value: Exercise price maximum \$3.00 or adjusted downward as determined by the Board of Directors
 Total Series D Plan Warrants authorized: 8,018,974 as of: 9/30/2016. No additional Series D Warrants can be authorized and therefore the authorized equals the outstanding Plan Warrants.
5. Exact title and class of securities outstanding: **Series E Plan Warrants**
 Trading Symbol: none
 CUSIP: 58626C 154 – transferable but no trading market
 Par or Stated Value: Exercise price maximum \$4.00 or adjusted downward as determined by the Board of Directors
 Total Series E Plan Warrants authorized: 8,018,975 as of: 9/30/2016. No additional Series E Warrants can be authorized and therefore the authorized equals the outstanding Plan Warrants.
6. Exact title and class of securities outstanding: **Series F Plan Warrants**
 Trading Symbol: none
 CUSIP: 58626C 162 – transferable but no trading market
 Par or Stated Value: Exercise price maximum \$4.00 or adjusted downward as determined by the Board of Directors
 Total Series F Plan Warrants authorized: 8,018,975 as of: 9/30/2016. No additional Series F Warrants can be authorized and therefore the authorized equals the outstanding Plan Warrants.

Transfer Agent for all Series of Plan Warrants

Name: MemReg, Inc. (the Company acts as its own transfer agent for the Preferred Stock)
 Address 1: 9830 S. 51st Street
 Address 2: Suite A-128
 Address 3: Phoenix, AZ 85044
 Phone: (844)545-4508, ext. 403

Is the Transfer Agent registered under the Exchange Act?* Yes: No:

List any restrictions on the transfer of security:

All the Plan Warrants (the Series B through Series F Plan Warrants) and any shares of common stock issued to non-affiliates through their exercise are unrestricted securities as provided under Section 1145 of the Bankruptcy Code. Shares held by Company affiliates may be subject to Rule 144 and, in particular, the “dribble” rule.

D. Describe any trading suspension orders issued by the SEC in the past 12 months.

None

E. List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

As a condition to closing the ORhub Acquisition, the Company consummated a tax free “Split-off” of MRC to certain stockholders. The Company received all the shares of its Series C Preferred outstanding (775,000 shares) plus 9,447,602 shares of its common stock in exchange for all outstanding shares of MRC. The shares of Series C Preferred stock and the 9,447,602 shares of common stock acquired by the Company in the split-off were retired and returned to the status of authorized and unissued shares. The MRC shares transferred in the split-off were not registered in reliance of Section 4(2) of the Securities Act of 1933. The Company shares retained by the “splitting off” shareholders (3,226,227) qualified for the removal of the restrictive legend on these residual shares under Rule 144.

ITEM 4) ISSUANCE HISTORY

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period.

Reconciliation Table of items changing outstanding shares of common stock:

1. Common shares outstanding at December 31, 2014	20,051,436
2. Common shares issued for debt (see Detail 4-2 below)	3,400,000
3. Common shares issued for ORH Assets (see 4-3 below)	102,694,775
4. Less: Shares returned to the Treasury (see 4-4 below)	<u>(9,447,603)</u>
5. Total shares outstanding at June 30, 2016 (*)	116,698,608
6. Common shares issued in a private placement (see 4-6 below)	538,593
7. Common shares issued for Plan Warrant exercises (see 4-7) below	2,042,615
8. Total shares outstanding at September 30, 2016 (*)	<u><u>119,279,786</u></u>

(*) See Item 5) Financial Statements – Unaudited

The items on the Reconciliation Table are presented in more detail below and include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities

issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The listing shall indicate the nature of the issuance, the jurisdiction and distribution, the shares offered or issued, the shares finally issued and their price, the trading status of the shares issued and if they are restricted.

Issuance 4-2 from the Reconciliation Table

- A. Nature of the issuance. On September 1, 2015, the Company converted approximately \$285,600 of debt into 3,400,000 shares of common stock valued at \$.084. These securities were issued under Section 4(2) of the Securities Act of 1933.
- B. Jurisdictions and distribution. Issuances specified in Section 4-2 were limited private offerings made in reliance on the exemption for registration provided under Section 4(2) of the Securities Act of 1933;
- C. Shares offered. 3,400,000 shares of common stock to retire debt (see 4-1 above);
- D. Shares sold. 3,400,000 shares of common stock to retire debt (see 4-1 above);
- E. Price offered and sold. The 3,400,000 shares of common stock issued to retire debt were issued for \$.084 per share;
- F. Trading status. The 3,400,000 shares of common stock are restricted securities
- G. Legend. Yes, the 3,400,000 shares of common stock issued to retire debt were issued with a restrictive legend

Issuance 4-3 from the Reconciliation Table

A. Nature of the issuance. On June 30, 2016, under the terms of an Asset Purchase Agreement (the "APA"), the Company acquired all the assets and assumed certain liabilities of ORhub, including its name, business, technology, website, and intellectual property. The Company issued 102,694,775 shares of its common stock, representing 88.0% of the common stock of the Company at the closing of the APA. For accounting purposes, ORhub will be deemed to be the accounting acquirer in the transaction and, consequently, the transaction will be treated as a recapitalization of the Company. As a result of this accounting treatment, ORhub's financial statements, with required adjustments, become the historical financial statements of the Company and the Company's assets, liabilities, and results of operations are consolidated with ORhub effective as of the date of the closing of the APA. No step-up in basis or intangible assets or goodwill will be recorded in this transaction. These securities were issued under Section 4(2) of the Securities Act of 1933.

- B. Jurisdictions and distribution. Issuances specified in Issuance 4-3 were limited private offerings made in reliance on the exemption for registration provided under Section 4(2) of the Securities Act of 1933 and made only to ORhub, LLC;
- C. Shares offered. 102,694,775 shares of common stock to acquire assets (see 4-3 above);
- D. Shares sold. 102,694,775 shares of common stock to acquire assets (see 4-3 above);
- E. Price offered and sold. The 102,694,775 shares of common stock issued to acquire the assets was a tax-free, assets for stock exchange with no attributable price to the buyer.
- F. Trading status. The 102,694,775 shares of common stock are restricted securities
- G. Legend. Yes, the 102,694,775 shares of common stock issued to retire debt were issued with a restrictive legend

Retirement 4-4 from the Reconciliation Table

- A. Nature of the issuance. On June 30, 2016, as a condition of the Asset Purchase Agreement (the “APA”), the Company “split-off” its Memorabilia Registry Corp. (“MRC”) wholly owned subsidiary in exchange for the return to the Company’s Treasury of 9,447,603 shares of common stock and all the outstanding Series C Preferred shares. All these shares were returned to the Company’s treasury.
- B. Jurisdictions and distribution. Issuances specified in Retirement 4-4 were limited private offerings made in reliance on the exemption for registration provided under Section 4(2) of the Securities Act of 1933 and made only to select shareholders of the Company.
- C. Shares offered to be acquired. 9,447,603 shares of common stock to acquire the shares of MRC (see 4-4 above) and all the outstanding Series C Preferred shares;
- D. Shares surrendered. 9,447,603 shares of common stock to acquire the shares of MRC (see 4-4 above) and all the outstanding Series C Preferred shares;
- E. Price offered and sold. The 9,447,603 shares of common stock issued to acquire the assets was a tax-free split-off with the retention by the MRC recipients of some Company shares. The Company recognized no additional gain or loss on this transaction for book purposes.
- F. Trading status. The 9,447,603 shares of common stock returned to treasury are no longer tradable.
- G. Legend. n/a

Issuance 4-6 from the Reconciliation Table

- A. Nature of the issuance. On June 30, 2016, under the terms of the APA, the Company assumed ORH's commitment to issue additional equity interests. The Company fulfilled that commitment by issuing 538,593 shares of common stock to a single buyer for \$161,569. These securities were issued under Section 4(2) of the Securities Act of 1933.
- B. Jurisdictions and distribution. Issuances specified in Issuance 4-3 were limited private offerings made in reliance on the exemption for registration provided under Section 4(2) of the Securities Act of 1933 and made only to ORhub, LLC;
- C. Shares offered. 538,593 shares of common stock to acquire assets (see 4-6 above);
- D. Shares sold. 538,593 shares of common stock to acquire assets (see 4-6 above);
- E. Price offered and sold. The 538,593 shares of common stock were priced at \$.30 per share.
- F. Trading status. The 538,593 shares of common stock are restricted securities
- G. Legend. Yes, the 538,593 shares of common stock were issued with a restrictive legend

Issuance 4-7 from the Reconciliation Table

- A. Nature of the issuance. Starting on July 8, 2016, pursuant to its rights under the Plan Warrants, the Board of Directors temporarily reduced the exercise prices of all the Plan Warrants to \$.3333. This "Special Exercise Price" was extended various times through October 6, 2016. At that date the Board restricted the Special Exercise Price to only the Series B Plan Warrants and the Series C through F Plan Warrants reverted to their Plan exercise prices of \$3.00 and \$4.00. Unless further action is taken on December 5, 2016, the B Plan Warrants will revert to the Plan exercise price of \$2.00. During the quarter 2,042,615 Plan Warrants of various series were exercised. Any securities issued through the exercise of any of the Plan Warrants are issued under Section 1145 of the Bankruptcy Code.
- B. Jurisdictions and distribution. Any issuances specified in Issuance 4-7 through the exercise of any of the Plan Warrants were issued under Section 1145 of the Bankruptcy Code;
- C. Shares issued. 2,042,615 shares of common stock to acquire assets (see 4-7 above);
- D. Shares sold or exercised. 2,042,615 shares of common stock to acquire assets (see 4-7 above);
- E. Price paid for exercise. \$.3333 per shares were paid for the 2,042,615 shares of common stock issued through exercise of the Plan Warrants;

F. Trading status. The 2,042,615 shares of common stock are free trading securities pursuant to Section 1145 of the Bankruptcy Code; and

G. Legend. Since the securities are free trading they were issued without and restrictive legend

ITEM 5) FINANCIAL STATEMENTS – UNAUDITED (*)

As discussed in Item 4-3 of the Reconciliation table above, ORhub is deemed to be the acquirer in the ORhub Acquisition. Therefore, ORhub’s operations are deemed to have commenced at its date of inception, November 12, 2015. Because of those treatments, there are no comparable financial statements for the quarter ended as of September 30, 2015. These financial statements were prepared in accordance with US GAAP.

MemReg, Inc. – Unaudited Financial Statements – September 30, 2016 (*)	Page
Balance Sheet (unaudited) as of September 30, 2016	F-1
Statement of Operations (unaudited) for the three months ended September 30, 2016	F-2
Statement of Cash Flows (unaudited) for the three months ended September 30, 2016	F-4
Notes to the Financial Statements (unaudited) as of September 30 2016	F-5

(*) Filed separately and incorporated herein by reference

ITEM 6) DESCRIBE THE ISSUER’S BUSINESS, PRODUCTS AND SERVICES

A. A description of the issuer’s business operations:

The Company’s ORhub’s Business. ORhub is a software development company that has developed a proprietary cloud application that it believes significantly improves the productivity and accountability of device implant and biologic inventory management in orthopedic and other surgeries. ORhub’s software is 100% cloud-based and will be sold on a subscription basis. ORhub is currently using its first production version in one hospital. The Company expects to change its name to reflect its business focus on ORhub.

The focus of the Company’s plan of operations is to gain a dominant market share of device implant and biologic inventory management for orthopedic and other surgeries. The

Company estimates that there are 7,000,000 applicable operations annually. This number is only expected to grow with demographic trends

The Company believes that the surgical implant market (devices & biologics) is estimated at \$85,000,000 annually. To the best of the Company's knowledge, no upfront real-time tracking of these implants exists and implant accountability, billing, and inventory management are not automated. Hospital and vendor inefficiencies have resulted in a system where multiple departments attempt to track implant usage via duplicate records. The process is very labor intensive and costly. Billing payment cycles to implant vendors run 90 to 120 days.

The Company believes the customer base for the ORhub Software is readily identifiable. There are approximately 5,600 hospitals in the United States. But, the top 12 hospital ownership groups control roughly 20% of the market. Initially, because of the Company's extensive access to these top-tier markets through our Surgical Business and Technical Advisory Board and the Company's development partners, we intend to focus our marketing efforts on these groups and initially on those hospitals considered leaders in spine surgery related to the aging spine, degenerative disc disease, and complex reconstructive deformity procedures. The Company believes that by penetrating this target group, other less complex market segments will more readily follow.

- | | | |
|----|---|---|
| B. | Date and State (or Jurisdiction) of Incorporation: | September 8, 2005/
Nevada |
| C. | the Company's primary and secondary SIC Codes: | 7372 |
| D. | the Company's fiscal year end date: | June 30 |
| E. | principal products or services,
and their markets: | The Company is developing software that it
intends to sell monetize by selling subscriptions
for the software |

ITEM 7) DESCRIBE THE ISSUER'S FACILITIES

We sub-lease approximately 500 square feet of administrative office space in Phoenix, Arizona through February 2017. We lease a development office in Bellevue, Washington in an executive suite covering approximately 320 square foot. We have committed to expand this space to 445 square foot through December 31, 2017 and then we have entered an 18-month lease for 873 square feet commencing January 1, 2017. The Company believes additional and alternative office space is readily available.

ITEM 8) OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Names of Officers, Directors, and Control Persons.

1. Management

Colton Melby, Chief Executive Officer
Michael S. Williams, Executive Vice-president
Lanny R. Lang, Chief Financial Officer
Wesley Mitchell, Chief Technical Officer

2. Board of Directors

Colton Melby, Chairman of the Board
Michael S. Williams, Director
Corey Lambrecht, Director

3. Surgical Business and Technical Advisory Board and Control Persons

Williams Dobkin, MD
Christopher Wiggins
Richard Lee, MD

B. Legal/Disciplinary History. None of our Officers, Directors or Control Persons have, in the last five years, been the subject of: (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses); (2) The entry of an order, judgment, or decree, not subsequently reversed, suspended, or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities; (3) A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or (4) The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Stockholders. The following table sets forth the name, address, and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the Company's equity securities.

Name of Beneficial Owner	Number of Shares Beneficially Owned	Percentage Beneficially Owned (1)
Colton Melby (2) 12025 DE OR Drive, Dallas, TX 75230	16,578,018	13.9%
Christopher Wiggins (3) (5) 15785 Laguna Canyon Road, Suite 125, Irvine, CA 92618	21,833,936	18.3%
William Dobkin, MD (4) (5) Hoag Neuroscience Institute c/o Dr. William Dobkin, 3900 W. Coast Hwy, Suite 300, Newport Beach, CA 92663	24,866,514	20.9%
Richard Lee, MD (5) Hoag Orthopedic Institute c/o Dr. Richard Lee 16250 Sand Canyon Ave., Irvine, CA 92618	15,162,884	12.7%
Wesley Mitchell 10900 NE 4th Street, Suite 2430, Bellevue, WA 98004	16,578,018	13.9%

Footnotes to the Beneficial Ownership Table

- (1) Based on 119,279,786 shares of our common stock outstanding.
- (2) This includes 16,578,018 shares held by Castillo de Coachella, LLC, beneficially owned by Mr. Melby. This excludes all Mr. Melby's unvested employee stock options.
- (3) This includes 21,833,936 shares held by Wyld, LLC, beneficially owned by Mr. Wiggins. This excludes all Mr. Wiggins' unvested stock options for his Advisory Board Service.
- (4) This includes 24,866,514 shares held by JAATRL, LLC, beneficially owned by Dr. Dobkin. This excludes all Dr. Dobkin's unvested stock options for his Advisory Board Service.
- (5) Member of the Advisory Board. This excludes all Dr. Lee's unvested stock options for his Advisory Board Service.

ITEM 9) THIRD PARTY PROVIDERS

1. Legal Counsel:

Name: Thomas J. Morgan
Firm: Sherman & Howard L.L.C
Address 1: 201 East Washington Street, Suite 800
Address 2: Phoenix, Arizona 85004
Phone: (602) 240-3000
Email: tmorgan@shermanhoward.com

2. Accountant:
 - Name: Malone & Bailey LLP.
 - Contact: Jimmy Thompson
 - Address 1: 9801 Westheimer Rd., Suite 1100
 - Address 2: Houston, Texas 77042
 - Phone: (713) 343-4246
 - Email: jthompson@malonebailey.com
3. Investor Relations and General Consultant:
 - None.
4. Other Advisor:
 - None.

ITEM 10) ISSUER CERTIFICATION

Certifications by the chief executive officer and chief financial officer of the Issuer.

A. Chief Executive Officer Certification

I, Colton Melby, certify that:

1. I have reviewed this MemReg, Inc.'s Quarterly Disclosure Statement for the Company's first fiscal Quarter ending September 30, 2016;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

/s/ Colton Melby
Colton Melby,
Chief Executive Officer

November 19, 2016
Date

ITEM 10) ISSUER CERTIFICATION (CONTINUED)

B. Chief Financial Officer Certification

I, Lanny R. Lang, certify that:

1. I have reviewed this MemReg, Inc.'s Quarterly Disclosure Statement for the Company's first fiscal Quarter ending September 30, 2016;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

/s/ Lanny R. Lang
Lanny R. Lang,
Chief Financial Officer

November 19, 2016
Date