REAL TIME MEASUREMENTS INC.
FORM OF PROXY

This proxy is solicited by the management of REAL TIME MEASUREMENTS INC. (the "Corporation") for the Special Meeting of shareholders of the Corporation (the "Meeting") to be held on the 22nd day of May, 2024 at 10:00 a.m. (Calgary time).

The undersigned shareholder of the Corporation hereby appoints **Glenn Boyd, CEO** of the Corporation, or ______________________________, as the proxy of the undersigned, with full power of substitution, to attend, act and vote for and on behalf of the undersigned at the Meeting and at any adjournment thereof and on every ballot that may take place in consequence thereof, in the same manner, to the same extent and with the same power as if the undersigned were personally present thereat. Without limiting the general authorization and powers hereby conferred, the undersigned hereby directs the said proxy to vote the securities represented by this proxy in the manner indicated below:

1. **FOR** [ ] or **AGAINST** [ ] (or if no choice is specified, **FOR**) an ordinary resolution setting the number of directors to be elected at the Meeting at three (3);

2. **FOR [ ]** or **WITHOLD FROM VOTING [ ]** (or if no choice is specified, **FOR**) the election of directors as specified in the Information Circular;

3. **FOR** [ ] or **AGAINST** [ ] (or if no choice is specified, **FOR**) an ordinary resolution re-approving the Corporation's 20% fixed Stock Option Plan;

4. **FOR [ ] AGAINST [ ]** a special resolution, the full text of which is set forth in the Information Circular and proxy statement dated April 19, 2024 requiring not less than 2/3 of the votes cast by the shareholders, to approve and accept the sale of the all of the assets of the Corporation to ScarlettPL Tools Ltd.;

5. **FOR [ ] AGAINST [ ]** a special resolution, the full text of which is set forth in the Information Circular and Proxy Statement dated April 19, 2024 authorizing the board of directors to change the name of the Corporation at their sole discretion;

6. **FOR [ ] AGAINST [ ]** a special resolution, the full text of which is set forth in the Information Circular and Proxy Statement dated April 19, 2024 authorizing the board of directors to approve a consolidation of the share capital of the Corporation on up to a one for twenty (1:20) basis in accordance with Section 173(1) of the *Business Corporations Act* (Alberta) (the "**ABCA**"); and

7. At the discretion of the said proxy, upon any amendment to the matters identified above or other matters that may properly come before the Meeting, or any adjournment thereof.

This proxy is solicited on behalf of the management of the Corporation. The securities represented by this Instrument of Proxy, where the shareholder specifies a choice with respect to any matter to be acted upon, will be voted in accordance with the specification so made or, in the absence of such specification, will be voted in favour of the matter described above.

The persons named in this Instrument of Proxy are directors and/or officers of the Corporation. Each shareholder has the right to appoint a person or persons, who need not be a shareholder of the Corporation, other than the persons designated above, to attend and act for him on his behalf at the Meeting. To exercise such right, the names of management's nominees may be crossed out and the name(s) of the shareholder's nominee(s) legibly printed in the blank space provided, or another appropriate instrument of proxy may be submitted.

DATED this _____ day of _______________________, 2024.

____________________________________ ______________________________________

Name of Shareholder (Please Print) Signature of Shareholder

This Instrument of Proxy must be signed by the shareholder or his attorney authorized in writing or, if such shareholder is a corporation, under its corporate seal or by an officer or attorney thereof duly authorized. Persons signing as executors, administrators, trustees, etc., should so indicate and give their full title as such. A partnership should sign in the partnership name by any authorized person(s).

This proxy will not be valid and will not be acted or voted unless it is signed and received by Alliance Trust Company, 1010, 407 – 2nd Street SW, Calgary, Alberta, T2P 2Y3, not later than 10:00 a.m. (Calgary time) on May 20, 2024.

This proxy should be dated and the signature on the proxy should be exactly the same as the name in which the shares are registered. If this proxy is not dated, it shall be deemed to bear the date on which it was mailed by the Corporation.

Alliance Trust Company
Suite 1010, 407 - 2nd Street SW
Calgary, Alberta
T2P 2Y3