

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Skylight Health Group Inc. (the "Issuer").

Trading Symbol: SHG

Number of Outstanding Listed Securities: 160,555,366

Date: December 03, 2020.

Report on Business

1. *Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.*

On November 05, 2020 the Issuer announced that it had entered into a binding Letter of Intent ("LOI") to acquire the assets of APEX Family Medical ("APEX") in Denver, Colorado. The acquisition of APEX will strengthen the existing base of operations in the State. CB2 currently operates 4 physical clinics and a telemedicine platform in Colorado providing care to over 17,000 patients. The addition of APEX brings existing relationships with payors and insurable services that will bolster insurable services for existing patients.

APEX has been operating in Denver for over 30 years and has a growing patient base of over 5,000 from its operations. Services to patients are comprehensive and include primary care and wellness including psychotherapy, massage therapy and acupuncture. Within APEX there are opportunities for future growth including new providers to meet the growing demand from patients, extended hours, additional services, and increased use of telemedicine.

APEX offers the Company the opportunity to expand insurable services to its existing base of 17,000 Colorado patients. Further, the Company will be able to expand on the current offering of services at APEX by leveraging its existing telemedicine infrastructure to provide access to patients across the State. The Company will also evaluate the current services offered to determine growth in new and complimentary medical services, seek to add new lines of revenue from insurable services, and continue to expand overall patient care. The Company will also work to launch its subscription-based telemedicine offering at \$199/year designed to support the needs of uninsured Americans with urgent and acute care needs.

APEX will represent the third acquisition by the Company since its recently announced oversubscribed private placement of CAD 5.13 million in September 2020. The expected acquisition is also part of a 3-

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pronged growth model which includes growth from the current infrastructure, new services and acquisitions. As per the binding LOI, total consideration of CAD 2.3 million will be paid in instalments over a 6-month transition period. APEX reported revenues in 2019 of CAD 2.5 million and net income of CAD 0.5 million. The transaction is expected to close in Q4 2020. The transaction will remain subject to customary closing conditions, such as (but not limited to); approval from the Canadian Securities Exchange and CB2 Board of Directors approval of the definitive agreements.

On Nov 19,2020 the Issuer announced that it had closed its previously announced bought deal offering of 12,236,000 common shares (the "Common Shares", each a "Common Share") in the capital of the Company at a price of C\$0.47 per Common Share, for aggregate gross proceeds of C\$5,750,920 (the "Offering"), which includes the full exercise of the underwriters' over-allotment option.

The Offering was conducted by a syndicate of underwriters co-led by Echelon Capital Markets and Beacon Securities Limited and including Canaccord Genuity Corp., Mackie Research Capital Corp., Leede Jones Gable Inc. and PI Financial Corp.

CB2 Insights intends to use the proceeds of the Offering for strategic M&A activities and general corporate purposes.

The Company expects to report its Q3 financials on or before November 30, 2020 followed by an earnings call with management. Highlighted below are some key corporate updates and upcoming events:

- The Company will be holding its Special Shareholders meeting on Monday November 23, 2020, to seek approval for a name change to Skylight Health Group and to delist from the Canadian Securities Exchange, if it is successful in receiving the necessary approvals to list on the TSX Venture Exchange.*
- The Company hopes to commence the re-opening of its clinics in select markets in order to meet the growing demand of patients seeking in-clinic insurable services, which the Company expects to start implementing in Q1 2021.*
- In-clinic services will commence transitioning its 120,000-patient roster into primary care services, including administration of vaccines, which will explore including the anticipated delivery of COVID-19 vaccines in 2021.*
- The Company is further expanding on its acquisition pipeline as opportunities for M&A increase, as clinics are either forced to shut down due to the lack of infrastructure and technology to deploy telemedicine and/or physician owners are pushed into early retirement.*

Acquisitions including the recently completed clinics in Washington and Texas are highly accretive, as both expand the Company's reach into new states, accelerating the establishment of insurable services in these additional states, and scaling complimentary insurable services to the existing clinic network.

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The securities mentioned herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any U.S. state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

This press release does not constitute an offer to sell or a solicitation of any offer to buy the securities in the United States, in any province or territory of Canada or in any other jurisdiction. There shall be no sale of the securities in any jurisdiction in which an offer to sell, a solicitation of an offer to buy or sale would be unlawful.

On Nov 25, 2020 the issuer announced that it had received majority vote for all 3 resolutions proposed in its special meeting of the shareholders held November 23, 2020. The table below shows the percentage in favor for each of the 3 resolutions.

Resolution	Votes in Favour	Votes Against
<i>Resolution to approve the delisting from the Canadian Securities Exchange and the relisting on the TSX Venture Exchange</i>	99.99%	0.01%
<i>Resolution to approve the changing of the name of the corporation to Skylight Health Group Inc.</i>	99.99%	0.01%
<i>Resolution to approve a new stock option plan</i>	99.99%	0.01%

The Company is currently in application process with the TSX Venture Exchange. Further, the Company expects to launch with a new brand reveal on Monday November 30th , 2020 in coordination with the change of its name to Skylight Health Group and its trading symbol to "SHG" on the Canadian Securities Exchange.

Under its existing stock option plan, the company granted certain consultants 2,050,000 stock options. The Company has engaged Winning Media (" WM ") to provide strategic digital media services, marketing, and data analytics services (the " Services "). The Company has agreed to pay WM \$250,000 USD in consideration for the Services to be provided for a 6-month term. WM will not receive any securities of the Company as compensation for the Services. The Company has signed an agreement with Octagon Media Corp./Wall Street Reporter (" Octagon ") for an investor marketing program, which includes digital media and investor awareness. The Company has agreed to pay Octagon \$125,000 USD in consideration for providing the marketing program for a 6-month term. Octagon will receive options within the existing stock option plan of the Company of 500,000 options at \$0.60 for a 1-year period.

On Nov 30, 2020 the Issuer reported its earnings for fiscal Q3 2020 for the period ended September 30, 2020.

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Following an industry-wide initial reduction of visits in March 2020 due to the COVID-19 pandemic, Skylight Health has continued to see growth in patient visits and registrations, while ongoing improvements to its business model and operating structure have led to reduced costs for delivery of services. The implementation of a telemedicine offering has created opportunities to further reduce the cost of healthcare delivery with lower overheads, higher margins, and improved availability for patients.

The Company expects that virtual care including telemedicine will remain a key delivery model within its growth plan. The Company continues its expansion through the US both organically and by way of acquisition with two new states added in October and November 2020 and a third acquisition announced to close in early 2021. Collectively, the 3 acquisitions are expected to contribute \$5 million in annualized revenue and \$1 million in annualized EBITDA to the current run rate. As of November 27th, 2020, the Company has CA\$10 million in cash on its balance sheet and is focused on its 3-pronged growth strategy including the expansion of insurable services to its current patient roster, subscription for the un/underinsured and accretive acquisitions.

Summary of Q3 2020 Key Milestones and Consolidated Results

- Total revenue for Q3 2020 was \$3.3 million, compared to \$4.2 million in Q3 2019 due to a change in revenue reporting for same services rendered as a result of change in regulations. Annual revenue per patient remained the same. Revenue in the quarter does not include contribution from recently announced acquisitions;
- Gross profit was \$2.3 million in Q3 2020 compared to \$2.6 million from Q3 2019. The reduction was due to the normalization of revenue identified above. However, the Company did see an overall growth in the gross profit margin to 71% in Q3 2020 compared to 70% in Q3 2019 due to improvements to capacity utilization and technology deployment;
- Net loss of \$215,726 in Q3 2020 compared to \$919,114 in Q3 2019 as with continued efforts in workflow optimization and technology deployment. Year-to-date positive cashflow from operations was \$1.5 million;
- Adjusted EBITDA was \$331,122 in Q3 2020 versus an adjusted EBITDA loss of \$368,588 in Q3 2019 due to continued improvements to the operating model and top line growth;
- In April 2020, the Company launched Skylight Health Group (“SHG”) as part of its clinical operations in the US to focus on integrated healthcare and providing low cost insurable services to patients;
- Currently, the Company has approximately CAD \$10.5 million in cash;
- In July 2020, the Company launched the first in a series of monthly medical reports derived from real- world clinical treatments on a variety of healthcare conditions and modalities across the United States, Canada and United Kingdom;

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- In August 2020, the Company announced the addition of Insurance Industry Veteran Pam Galassini to its Leadership Team as Senior Vice President, Business Development. Galassini brings more than 20 years of pharmacy benefit management, payor insights and pharmaceutical manufacturer strategies and solutions experience to the Company.
- In September 2020, the Company completed an oversubscribed non-brokered private placement for gross proceeds of \$5,138,046 with the issuance of 34,253,641 subscription receipt units at an issue price of \$0.15 per unit. Upon issuance, each subscription receipt unit automatically converted into one common share and one-half common share purchase warrant. Each whole warrant is exercisable to purchase one common share of the Company at a price of \$0.20 per share for a period of two (2) years from the date of issuance.

Q3 2020 Financial Highlights

	Three months ended September 30		Nine months ended September 30	
	2020	2019	2020	2019
Revenue	3,310,128	4,193,138	9,942,627	10,299,970
Cost of sales	964,091	1,264,296	3,082,437	3,049,254
Gross profit	2,346,037	2,928,842	6,860,190	7,250,716
Gross margin				
Total operating expenses	2,561,763	3,847,956	8,086,041	11,206,944
Loss from operations	(215,726)	(919,114)	(1,225,851)	(3,956,228)
Adjusted EBITDA*	331,122	(368,588)	108,894	(1,870,065)

* Adjusted EBITDA is defined as earnings before interest, tax, depreciation, and amortization, adjusted by significant nonrecurring, non-operational expenses and partially offset by the cash impact of certain accounting treatments during the period. Please see the Company's Management Discussion & Analysis for a detailed reconciliation to operating loss.

2. Provide a general overview and discussion of the activities of management.

None other than as described above.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

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n/a

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

n/a

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

See paragraph 1 above.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

n/a

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

n/a

8. Describe the acquisition of new customers or loss of customers.

n/a

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

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n/a

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

n/a

11. Report on any labour disputes and resolutions of those disputes if applicable.

n/a

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

n/a

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

n/a

14. Provide details of any securities issued and options or warrants granted.

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾
Common Shares	12,236,000	\$0.47 bought deal offering	M&A Activity and general corporate purposes. No specific targets have been identified at this time.
Broker Warrants	872,480	\$0.47, 24 month term	n/a
Stock Options	2,550,000	\$0.51	n/a

15. Provide details of any loans to or by Related Persons.

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n/a

16. *Provide details of any changes in directors, officers or committee members.*

n/a

17. *Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.*

We are adapting our business given current market and regulatory conditions throughout the US and beyond. It is true that COVID-19 is affecting each and every State that we operate in within the US.

Our clinical services remain open to servicing patients in each of our States – whether currently in mandatory closure or not. As a medical service, our business is permitted to continue to operate through this crisis, to support patients in need. However, we have had to make changes to our operating model to manage the safety of our clinicians, staff and patients. We have been approved by all States to provide telemedicine and telehealth services to all existing patients. This change has been quite seamless. We are limited in our ability to service net new patients in certain States due to telemedicine regulations, but we are hopeful those will be amended, and we will be able to serve all patients in the near-term.

Additionally, while we have had to make temporary layoffs for some clinical staff due to the shut down of physical locations, we have maintained most employees to continue to support the increase in patient volumes.

We also see this as an opportunity to expand our services in markets we are not currently serving. With new telemedicine regulations in place for non-CB2 operating States, we expect to mobilize services to these States in short order.

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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.
2. As of the date hereof there is no 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 CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated December 3, 2020.

Kash Qureshi
Name of Director or Senior
Officer

"signed"
Signature

President and CTO
Official Capacity

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Issuer Details		For Month End	Date of Report
Name of Issuer		December 2020	YY/MM/DD
Skylight Health Group Inc.			20/12/03
Issuer Address			
5045 Orbitor Drive, Building 11, Unit 300			
City/Province/Postal Code		Issuer Fax No.	Issuer Telephone No.
Mississauga, ON L4W 4Y4		()	(855) 874-4999
Contact Name		Contact Position	Contact Telephone No.
Catherine Beckett		Manager Corporate Affairs	416-642-1807

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