

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: The Tinley Beverage Company Inc. (the "Issuer").

Trading Symbol: TNY

Number of Outstanding Listed Securities: 90,827,034

Date: July 31, 2018

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.

During the current month, there had been no significant updates or developments made by the Company over the previous month.

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

The Company manufactures a line of liquor-style, alcohol-free, cannabis-infused beverages for use in California under the "Tinley™ '27" and "Tinley™ Cocktails" brands. Tinley also manufactures the "Hemplify®" CBD drinks, which is available in mainstream retail locations in Southern California and online throughout the US.

In this regard, among other duties, management has been undertaking the following:

- **Working with CMX and the Company's branding personnel to launch the Company's cannabis drinks in dispensaries;**
- **Working to expand home delivery options;**
- **Working to launch the liquor-inspired cannabis drinks including coconut rum, amaretto and cinnamon whisky;**
- **Working to launch additional ready-to-drink, carbonated products in the Tinley Cocktails line;**
- **Developing engineering and construction plans for the Company's 20,000 square foot facility in Long Beach;**
- **Enhancing capacity at the Company's temporary facility;**
- **Developing brand partnerships for third-party drinks;**

- **Working to expand the Tinley team to support the Company's expanding manufacturing and marketing activity; and**
- **Engaging in discussions prospective partners for expansion beyond California, with such operations modelled upon the Company's California operations and experience.**

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.

None noted.

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.

None noted.

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.

None noted.

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.

None noted.

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.

None noted.

8. Describe the acquisition of new customers or loss of customers.
None noted.
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.
None noted.
10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.
None noted.
11. Report on any labour disputes and resolutions of those disputes if applicable.
None noted.
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.
None noted.
13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.
None noted.
14. Provide details of any securities issued and options or warrants granted.
No securities were issued during the current month.
15. Provide details of any loans to or by Related Persons.
None noted.
16. Provide details of any changes in directors, officers or committee members.
None noted.

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

The Company has seen an increasing number of mainstream stores carrying hemp CBD oils and has encountered several companies that have developed such products in drinkable formats. The Company is also monitoring developments in the cannabis regulations that came into effect in California on January 1, 2018, which are expected to continuously evolve.

On March 23, 2018, the House of Representatives and Senate voted in favour of approving the Consolidated Appropriations Act, 2018 ("Omnibus Spending Bill" or the "Bill"), which extended the Rohrabacher-Leahy Amendment ("Rohrabacher-Leahy") until the end of September 2018. With the Bill's approval comes an extension of Rohrabacher-Leahy Amendment until September 2018, which prevents the US Department of Justice from using federal funds in enforcing federal law relating to medical cannabis, which effectively allows states to implement their own laws that authorize the use, distribution, possession, or cultivation of medical marijuana. Tinley commends this development and welcomes the opportunity to roll out its corporate strategy in a more certain legal environment.

On April 13, 2018, the Washington Post reported that President Trump and Colorado Sen. Cory Gardner reached an understanding that the marijuana industry in Colorado will not be the subject of interference from the federal government and that the DOJ's recession of the Cole memo will not impact Colorado's legal marijuana industry.

Tinley's business involves certain risks and uncertainties that are inherent to the Company's industry. Please refer to the "Risk Factors" section of the Management's Discussion and Analysis filed quarterly on SEDAR.

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 were 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 August 7, 2018.

Jeffrey Maser
Name of Director or Senior
Officer

"Jeffrey Maser"
Signature
Chief Executive Officer
Official Capacity

Issuer Details Name of Issuer	For Month End	Date of Report YY/MM/DD
The Tinley Beverage Company Inc.	July 31, 2018	18/08/07
Issuer Address		
77 King Street West, Suite 2905		
City/Province/Postal Code	Issuer Fax No. ()	Issuer Telephone No. (416) 402-3365
Toronto, ON, M5K 1H1		
Contact Name Jeffrey Maser	Contact Position Director/CEO	Contact Telephone No. (416) 402-3365
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