

Form 7

MONTHLY PROGRESS REPORT

March 2019

Name of CSE Issuer: **Sharc International Systems Inc.** (the "Issuer" or "Company")

Trading Symbol: **SHRC**

Number of Outstanding Listed Securities: **38,720,176 common shares**

Date: **April 5, 2019**

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 March 8, 2019, the Company announced it has closed the sale of 810 convertible debenture units for gross proceeds of \$810,000 pursuant to a private placement (the "Offering") of Units led by Echelon Wealth Partners Inc., as sole agent and bookrunner ("Agent") Each unit consists of i) \$1,000 principal amount of 8.0% unsecured convertible debentures (the "Debentures") and ii) 1,563 warrants (each a "Warrant").

The Company will use the net proceeds of the Offering for development of the Company's projects in the United Kingdom and for general working capital purposes.

The Debentures bear interest from their issue date at 8.0% per annum, payable semi-annually in arrears on June 30, 2019 and thereafter semi-annually on the last day of June and December in each year and will mature three years following the Closing Date (the "Maturity Date"). The Debentures are unsecured and will rank pari passu in right of payment of principal and interest with all the existing and future unsecured indebtedness of the Company.

The Debentures, (including any accrued and unpaid interest) will be convertible at the option of the holder into common shares of the Company (the "Common Shares") at any time after the first anniversary of the Closing Date and prior to the close of business on the last business day prior to the Maturity Date at a conversion price of \$0.32 per Common Share (the "Conversion Price"). If after the first anniversary of the Closing Date the closing price of the Common Shares on the Canadian Securities Exchange (the "CSE") is \$0.64 or greater for 20 consecutive trading days, the Company may, at its option, convert the Debentures (including any accrued and unpaid interest) into Common Shares by disseminating a press

release, in which case the Debentures shall be converted into Common Shares on the second business day after dissemination of such press release.

Each Warrant will be exercisable to acquire one Common Share (a "Warrant Share") at an exercise price of \$0.40 per Warrant Share for a period of three years following the Closing Date.

On March 18, 2019, the Company announced that the UK subsidiary Sharc Energy Systems has been appointed to support the development of the new low temperature District Heating Project in Stirling, Scotland. The \$10.6M (£6M) project is being developed between Stirling Council and Scottish Water Horizons.

On March 26, 2019, the Company announced a non-brokered private placement for sale of up to 5,000 convertible debenture units (the "Units") at a price of \$1,000 per Unit for aggregate gross proceeds of \$5,000,000 (the "Offering"). Each unit will consist of i) \$1,000 principal amount of 8.0% unsecured convertible debentures (the "Debentures") and ii) 1,563 warrants (each a "Warrant"). The Company will use the net proceeds of the Offering for development of the Company's projects in the United Kingdom and for general working capital purposes.

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

See Item 1 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.

None.

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.

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.

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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

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

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

None.

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.

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

None

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

None.

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.

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

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

None

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

None

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

None

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

The Government of BC has implemented a program called EfficiencyBC. The program is setup to promote the access to information, incentives and support for homeowners and businesses in reducing energy use and greenhouse gas emissions in new and existing homes and buildings.

The Company is poised to position itself within this program as a key driver in the fight against reducing greenhouse gas emissions.

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 CSE 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 CSE Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: **April 5, 2019**

Hanspaul Pannu

Name of Director or Senior Officer

"Hanspaul Pannu"

Signature

Chief Financial Officer

Official Capacity

<i>Issuer Details</i>		
Name of Issuer: Sharc International Systems Inc.	For Month End March 2019	Date of Report: YYYYMMDD 2019/04/05
Issuer Address: 1443 Spitfire Place		
City/Province/Postal Code: Port Coquitlam BC V3C 6L4	Issuer Fax No.: 778.262.0120	Issuer Telephone No. 604.475.7710
Contact Name: Hanspaul Pannu	Contact Position: CFO	Contact Telephone No. 604.475.7710
Contact Email Address: Hanspaul.pannu@sharcenergy.com	Web Site Address www.sharcenergy.com	