

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: True Leaf Brands Inc. (the "Issuer").

Trading Symbol: MJ

Number of Outstanding Listed Securities: 102,370,431 common shares (plus 15,027,143 common shares reserved for issuance in the form of 8,642,143 warrants and 6,385,000 options)

Date: April 1, 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.**

During the past month, the Issuer generally continued to market its pet products and to develop its pet products line. In addition, the Issuer has been working on potential formulations for cannabis oils and capsules with CBD.

On March 2, 2020, the Issuer announced its operating and financial results for the third quarter ended December 31, 2019. Third quarter and recent highlights for the Issuer's subsidiary, True Leaf Pet, include: reported revenues from global sales totalling \$491,040 (CAD), secured several new listings with PetSmart Canada expanding the Issuer's product line in 140 stores and online, secured distribution with Quebec-based retailer Mondou to list the Issuer's full product lines in their 66 stores across the province, signed an agreement with Jerry Wilson & Associates to act as manufacturers' representatives in the western US, and showcased the Issuer's expanded pet care product lines at the 2020 Global Pet Expo held annually in Orlando, Florida. Third quarter and recent highlights for the Issuer's subsidiary, True Leaf Cannabis, include that the Issuer secured three licenses from Health Canada on November 22, 2019 to cultivate, process and sell medical cannabis for the Issuer's 18,000 square foot True Leaf Campus facility in Lumby, BC.

On March 23, 2020, the Issuer announced that Lind Asset Management XV, LLC (the "Lender") managed by alternative management firm The Lind Partners, LLC, under the Issuer's convertible security funding agreement dated February 12, 2019, and under the waiver, amendment and funding supplement agreement dated October 7, 2019 (together, the "Credit Agreement"), provided the Issuer with a "Notice Event of Default, Investigation of Event of Default and Reservation of Rights" letter (the "Demand Notice"). The Lender provided the Issuer with two business days from March 23, 2020 (the "Notice Date") to remedy all breaches under the Credit Agreement, the main breach being the immediate payment of \$250,000 which was due on March 21, 2020. The Lender also requested the Issuer provide certain financial information within five business days from the Notice Date. The Lender, without waiving any of its legal rights under the Credit Agreement, notified the Issuer that it did not intend to take any further action until after March 27, 2020, which after such date, the Lender may enforce all rights available to it under the Credit Agreement. At the time of the announcement, the Issuer was reviewing and considering the Demand Notice and its options. There can be no assurances that the Issuer will reach any solution with the Lender, or as to the terms of any such solution, if achieved.

Sales during the month of March 2020 were negatively affected by the COVID-19 virus due to a reduction in purchase orders by customers that saw a decrease in sales in their stores as a direct result of COVID-19.

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

Management worked towards determining a solution for the Lender to remedy all breaches under the Credit Agreement, however, as at the date of this report, an acceptable solution has yet to be achieved. Management also continued to discuss critical paths and timelines regarding the business direction of the Issuer and obtaining additional funding, as well discuss how to best utilize the Issuer's new licenses to cultivate, process and sell cannabis for medical purposes pursuant to the Cannabis Act. Management has continued active discussions with potential investors, joint venture partners and third parties interested in leasing or purchasing its cultivation and processing facility in Lumby. Management continued to implement cost-saving measures over the most recent month in order to extend the remaining working capital. This includes restructuring the Issuer's core team, streamlining operations, and reducing Selling, General and Administrative (SG&A) expenses. These items are in addition to the activities undertaken by management in 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.

The Issuer has entered into the following new business relationship with third parties who is not a Related Person to the Issuer:

1. FTI Consulting Canada Inc. ("FTI") – the Issuer signed an engagement letter with FTI on March 18, 2020 whereby FTI will be providing financial, strategic, and restructuring advice to the Issuer and assist the Issuer in preparing for a potential filing in a restructuring process in case such filing becomes necessary.

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.

Please see Item 1 above.

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 hirings, terminations or lay-offs with details of anticipated length of lay-offs.

The Issuer terminated three positions as a direct result of the impact of COVID-19 on the Issuer's business.

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.

See item 1 and 2 above.

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

None.

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

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
None			

(1) State aggregate proceeds and intended allocation of proceeds.

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 trends and risks which may impact the Issuer are detailed in Risk Factors - in the Issuer's Annual Information Form dated July 29, 2019 (the "AIF"), and under the section titled Risk under Financial Instruments, Risk and Capital Management section of the Issuer's Management Discussion and Analysis for the period ended December 31, 2019 and dated February 26, 2020 ("MD&A"). The AIF and MD&A are available on SEDAR.com.

The political evolution and progression of the legalities surrounding the use of hemp and cannabidiol for medical and wellness purposes continues to evolve in Canada, United States and globally, and will continue to impact and benefit the product development segment of the Issuer's business.

Over the last twelve months capital market conditions have tightened with the valuation of cannabis issuers dropping as much as 90% their value from their March highs to November lows. The volatility and market drop in the sector have made it difficult for all issuers in the sector to raise capital. Management of the Issuer expects the next six months to continue to be volatile in the sector with reorganizations, mergers and company closings dominating the news.

Management and the Board of Directors of the Issuer regularly examines and adjusts the Issuer's strategy and near-term business focus as industry changes are announced and in response to market conditions and opportunities.

The global pandemic of COVID-19 has had a tremendous impact on both the Issuer's market specifically, the capital markets as a whole, and the entire global economy. It is too early at this time to predict what the full impact of COVID-19 will be on the global economy, and as such, impossible to predict when the market will begin stabilizing. In particular, the restricted ability to access capital during COVID-19 may impact the potential solutions available to the Issuer related to its default under the Credit Agreement discussed in item 1 above.

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 April 1, 2020.

Darcy Bomford
Name of Director or Senior Officer

"Darcy Bomford"
Signature

Chief Executive Officer
Official Capacity

Issuer Details Name of Issuer True Leaf Brands Inc.	For Month End March 2020	Date of Report YY/MM/DD 20/04/01
Issuer Address 100 Kalamalka Lake Road, Unit 32		
City/Province/Postal Code Vernon, British Columbia V1T 9G1	Issuer Fax No. N/A	Issuer Telephone No. 778.475.5323
Contact Name Darcy Bomford	Contact Position President, CEO, and Director	Contact Telephone No. 778.475.5323
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