

FORM 7

MONTHLY PROGRESS REPORT

Name of CNSX Issuer: CloudMD Software & Services Inc. (the "Issuer" or the "Company").

Trading Symbol: DOC

Number of Outstanding Listed Securities: 92,204,411 as at May 31, 2020

Date: June 4, 2020 (for the month of **May** 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.**

The Issuer is focused on developing innovative approaches that combine human skill-based expertise with emerging technologies for the healthcare industry. The Issuer, in conjunction with its subsidiary Cloud Practice, develops proprietary technology to deliver quality healthcare through the combination of connected primary care clinics with telemedicine and artificial intelligence.

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

During the month of **May** 2020, the Issuer:

- o Entered into a non-binding letter of intent (LOI) with Save-On-Foods and separately with Pure Integrative pharmacy to pilot telemedicine kiosks in nine stores throughout British Columbia.
- o Entered into a value-added reseller agreement with iDYUA4 Corp., a leader in data interoperability and integration solutions within the government and private sectors.
- o Entered into an agreement with a syndicate of underwriters co-led by Canaccord Genuity Corp. and Beacon Securities Limited (the "Underwriters"). The Underwriters have agreed to purchase, on a bought deal basis pursuant to the filing of a short form prospectus, an aggregate of 14,286,000 units (the "Units") at a price of C\$0.70 per Unit (the "Offering Price") for aggregate gross proceeds to the Company of approximately C\$10 million.
- o Increased the size of its previously announced bought deal financing from 14,286,000 units to 18,572,000 units and gross proceeds from C\$10 million to C\$13 million.
- o Appointed Mark Kohler as Chairman of the Board.
- o Announced that one of their clinics' doctors, Tahmeena Ali received the BC Family Physician of the Year Award from the BC College of Family Physicians.
- o Issued an aggregate of 150,000 common shares of the Company to an insider, in consideration for services rendered.
- o Tended to general management and administrative matters.

- 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.

Not applicable to the Issuer during the month of **May 2020**.

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.**

Not applicable to the Issuer during the month of **May 2020**.

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.**

On **May 4, 2020** the Issuer announced that it has entered into a non-binding Letter of Intent ("LOI") with Save-On-Foods and separately with Pure Integrative Pharmacy to pilot telemedicine kiosks in nine stores throughout British Columbia.

For 6 weeks starting on May 26, 2020, CloudMD's telemedicine software and services will be offered free of charge to Save-On-Foods and Pure Integrative Pharmacy clients. Telemedicine kiosks will be installed in existing private consult rooms in participating Save-On-Foods and Pure Integrative Pharmacy locations across BC. Patients will be able to see a doctor for prescription refills and non-emergency health concerns in real time on-site, and after the virtual visit, the prescription can be submitted directly to the same pharmacy for fulfillment. The delivery of these services will be billed under provincial medical plans.

Save-On-Foods is Canada's largest Western-based grocery chain with over 170 stores across BC, Alberta, Saskatchewan, Manitoba and in Whitehorse, Yukon. Pure Integrative Pharmacy is one of BC's leading independent community pharmacies and has been servicing patients with 16 locations across BC since 2008.

In addition to the corporate arrangement, CloudMD and Save-On-Foods are joining forces to help provide home based telemedicine and delivery services (where available) of medications to at risk patients who cannot, or should not, leave self-isolation. BC patients unable to travel out of their homes can advise their CloudMD doctor they require home delivery of their medication and Save-On-Food's pharmacies will take care of fulfillment and delivery.

[About Save-On-Foods](#)

Save-On-Foods is committed to Going the Extra Mile for customers in every community served, every day. Known for its unique approach in customizing each store to best suit the needs of the neighbourhood by carrying more than 2,500 locally-made products from more than 2,000 local growers and producers, the company has been innovating and putting customers first for over 105 years. Save-On-Foods, its supplier partners, team members and generous customers have donated more than \$30 million to children's hospitals and contribute \$3 million in donations to food banks across Western Canada each year.

[About Pure Integrative Pharmacy](#)

Pure Integrative Pharmacy is one of BC's leading independent community pharmacies by integrating the conventional pharmacy model with evidence-based complementary medicines and cutting-edge products and services to improve the health and well-being of patients. Pure Pharmacies offer integrity and a personalized pharmacy experience where they listen to, inspire, and empower their clients to take control of their health and enjoy greater vitality,

safely and sustainably. Their vision is to bridge the gap between conventional and complementary medicine and become an integrative and accessible hub of health for patients.

On **May 7, 2020** the Issuer announced that it has entered into a Value Added Reseller Agreement (the “**Agreement**”) with IDYA4 Corp. (“**IDYA4**”), a leader in data interoperability and integration solutions within the government and private sectors.

Under the Agreement, IDYA4 will resell CloudMD’s Livecare technology in the United States. The partnership opens up a significant opportunity for CloudMD to expand its telemedicine platform into the U.S., and IDYA4 subject matter expertise and established client network adds significant value to CloudMD’s expansion plan. The partnership further demonstrates CloudMD’s ability to tap into this multi billion-dollar industry as an emerging leader in providing virtual healthcare.

IDYA4 provides revolutionary technology solutions within public safety, corrections, health and human services sectors. IDYA4 has an impressive portfolio of clients including, the Bureau of Justice Assistance, U.S. Department of Justice, the U.S. Department of Homeland Security, U.S Health and Human Services, Centers for Disease Control, Experis US (Manpower Group) and Deloitte to name a few. CloudMD will be able to augment IDYA4 network and provide its Livecare telemedicine solution as part of the portfolio of products and services available to IDYA4’ clients and partners. IDYA4 will act as a U.S. based partner and be selling the Livecare platform to associations nation-wide, providing distribution, infrastructure, on-boarding and IT support for Livecare in the U.S.

As part of the Agreement and developing relationship, CloudMD will also look to include its broader portfolio, including Livecare Carts. These pre-configured Telehealth carts are used to achieve real-time diagnostic input and clinical evaluations for people in remote communities or those without immediate specialist clinical support and can be configured with the peripherals needed. These carts allow full remote high definition exams of patients for doctors who can be thousands of miles away. They can include Bluetooth stethoscopes, otoscopes, dermoscopes, oximeters, thermometers, blood pressure readers and ophthalmoscopes ([more information here](#)).

About IDYA4 Corp.

IDYA4 Corp. is a leader in data interoperability-and integration solutions within the government and private sectors. IDYA4 Corp. helps its customers develop communities of interests to leverage data to manage day-to-day operations and critical decision making. IDYA4 Corp’s mission is to build safer and healthier communities through data-driven solutions and digital transformation. For additional information on IDYA4, visit their website www.IDYA4.com.

On **May 21, 2020**, CloudMD also announces that it will issue an aggregate of 150,000 common shares (the “**Shares**”) of the Company to an insider, in consideration for services rendered.

Pursuant to the terms of a services agreement (the “**Services Agreement**”), a total of 150,000 Shares will be issued to Mark Kohler in consideration for advisory services provided to the Company in his capacity as Director and Chairman. The common shares are being issued as a shares for services transaction, at a deemed price of \$0.75 per common share.

The disinterested directors of the Company have approved the Services Agreement with the insider. The Shares issued are subject to escrow and will be released on a monthly basis and all securities issued pursuant to the Services Agreement will be subject to a statutory hold period of four months plus a day from issuance in accordance with applicable securities

laws. The Company confirms that a new Control Person has not been created.

The insider shares for services transaction is exempt from the valuation and minority shareholder approval requirements of Multilateral Instrument 61-101 ("MI 61-101") by virtue of the exemptions contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 in that the fair market value of the consideration for the securities of the Company to be issued to the insiders does not exceed 25% of its market capitalization.

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.***

Not applicable to the Issuer during the month of **May** 2020.

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.***

Not applicable to the Issuer during the month of **May** 2020.

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

Not applicable to the Issuer during the month of **May** 2020.

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.***

Not applicable to the Issuer during the month of **May** 2020.

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

Not applicable to the Issuer during the month of **May** 2020.

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

Not applicable to the Issuer during the month of **May** 2020.

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.***

Not applicable to the Issuer during the month of **May** 2020.

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

Not applicable to the Issuer during the month of **May** 2020.

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

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Common Shares	150,000	Shares for Services Transaction ⁽¹⁾	N/A

Notes:

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

Not applicable to the Issuer during the month of **May 2020**.

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

On **May 14, 2020** the Issuer appointed Mark Kohler as Chairman of the Board.

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

COVID-19

The outbreak of the coronavirus pandemic has impacted the Issuer's plans and activities. The Issuer may face disruption to operations, supply chain delays, travel and trade restrictions and impact on economic activity in affected countries or regions can be expected and can be difficult to quantify. Such pandemics or diseases represent a serious threat to maintaining a skilled workforce industry and could be a major health-care challenge for the Issuer. There can be no assurance that the Issuer's personnel will not be impacted by these pandemic diseases and ultimately that the Issuer would see its workforce productivity reduced or incur increased medical costs/insurance premiums as a result of these health risks. In addition, the COVID-19 pandemic has created a dramatic slowdown in the global economy. The duration of the COVID-19 outbreak and the resultant travel restrictions, social distancing, Government response actions, business closures and business disruptions, can all have an impact on the Issuer's operations and access to capital. There can be no assurance that the Issuer will not be impacted by adverse consequences that may be brought about by the COVID-19 pandemic on global financial markets may reduce resource prices, share prices and financial liquidity and thereby that may severely limit the financing capital available.

Further trends and risks which are likely to impact the Issuer are detailed in the Issuer's Management Discussion & Analysis dated September 30, 2019 (the "MD&A"). The MD&A is available on the Issuer's SEDAR profile at www.sedar.com.

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

Dated: [June 4, 2020](#)

[Mena Beshay](#)

Name of Director or Senior Officer

["Mena Beshay"](#)

Signature

[CFO](#)

Official Capacity

Issuer Details Name of Issuer CloudMD Software & Services Inc.	For Month End April 2020	Date of Report YY/MM/DD 20/06/04
Issuer Address Suite 810 – 789 West Pender Street		
City/Province/Postal Code Vancouver, BC V6C 1H2	Issuer Fax No. 604-687-3141	Issuer Telephone No. 514-616-5356
Contact Name Mena Beshay	Contact Position CFO	Contact Telephone No. 514-616-5356
Contact Email Address mena@cloudmd.ca	Web Site Address www.cloudmd.ca	