

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Happy Supplements Inc. (the “Issuer”).

Trading Symbol: HAPY

Number of Outstanding Listed Securities: 55,257,419 common shares

Date: December 3,2021

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 continues to look to grow its brands, through the online and through market retailers. The Issuer also continues to review accretive acquisition opportunities.

November 12,2021 – The Issuer filed their Interim Consolidated Financial Report and MD&A for the nine months ended September 30,2021.

November 12,2021 – Happy Supplements Inc. announced that further to the press release on October 15,2021, it has completed the acquisition (the “Acquisition”) of all outstanding share capital of Bettermoo(d) Holding Corp. a purpose-driven, privately held Vancouver-based dairy alternative Issuer, effective November 12,2021. The Transaction was completed pursuant to a share purchase agreement (the “Definitive Agreement”) between the Issuer, bettermoo(d) and the shareholders of bettermoo(d), dated November 8, 2021. Pursuant to the Definitive Agreement and in consideration for the Acquisition, the Issuer issued 9,000,001 common shares (the “Consideration Shares”), 10,000,000 common share purchase warrants (each, a “Consideration Warrant”) and 700,000 incentive stock options (each, a “Consideration Option”) to the existing security holders of bettermoo(d). Each Consideration Warrant is exercisable to acquire an additional common share of the Issuer at a price of \$1.40 for a period of twenty-four months, and each Consideration Option is exercisable to acquire an additional common share at a price of \$0.30 for a period of sixty months. The Issuer is at arm’s length from bettermoo(d) and each of its shareholders. The acquisition of bettermoo(d) does not constitute a fundamental change for the Issuer, nor did it result in a change of control of the Issuer, within the meaning of applicable securities laws and the policies of the Canadian Securities Exchange. In connection with completion of the Acquisition, the Issuer issued 180,000 common shares(the “Success Shares”) to Winchester Advisory Ltd., an arm’s length third-party, in consideration for administrative services rendered in support of the Acquisition.

The Success Shares are subject to a statutory hold period expiring on March 13, 2022.

November 16, 2021 - Happy Supplements Inc. announced that it has engaged the services of successful Vancouver-based influencer, Julia Thompson, to curate and lead the social media marketing campaign of bettermoo(d), the Issuer's recently acquired purpose driven plant-based, alternative dairy brand. Ms. Thompson is a digital content creator and photographer, as well as an avid world traveler. Over the 5 last year(s) Miss Thompson, has amassed an Instagram following of over 406,000 followers, a Tik Tok following of 680,000 and across her various social media platforms has a combined reach of over 1,000,000 strong. Through her camera lens and her thought provoking social media content Julia strives to unlock the social consciousness of as many people globally as she possibly can. As best put in her own words, Julia "...seeks to inspire conscious consumption and a sustainable future"

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

See 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.

See 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.

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.

See 1 above.

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

See 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 trademarks.

None.

10. Report on any employee hirings, 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.

None.

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

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾
Common Shares	9,180,001	Consideration and Success Shares	Acquisition of bettermoo(d)
Warrants	10,000,000	Consideration Warrants	Acquisition of bettermoo(d)
Stock Options	700,000	Consideration Options	Acquisition of bettermoo(d)

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

None.

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

As of the date hereof, the following persons are confirmed as directors and officers of the Issuer:

Directors:

- **Stephen Horgan**
- **Patrick Morris**
- **Steve Pear**
- **Joel Shacker**
- **Geoffrey Balderson**

Officers:

- **Steve Pear – CEO**
- **Geoffrey Balderson – CFO and Corporate Secretary**

As of the date hereof, the following are members of the Issuer's audit committee:

- **Geoffrey Balderson**
- **Patrick Morris**
- **Stephen Horgan**

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 are likely to impact the Issuer are set out in section 17, Risk Factors, in the Issuer's Listing Statement dated November 5, 2020, and filed under the Issuer's profile on SEDAR (www.sedar.com).

COVID-19

With the outbreak of the corona virus pandemic, the Issuer may face disruption to operations, supply chain delays, travel and trade restrictions and impacted economic activity in affected countries or regions. This can be difficult to quantify. There can be no assurance that the Issuer's personnel will not be impacted by the pandemic and ultimately, the Issuer may 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, may all have an impact on the Issuer's operations and access to capital.

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, 2021

Geoff Balderson
Name of Director or Senior
Officer

"Geoff Balderson"
Signature

CFO & Corporate Secretary
Official Capacity

Issuer Details Name of Issuer Happy Supplements Inc.	For Month End November 2021	Date of Report YY/MM/DD 21/12/03
Issuer Address Suite 800-1199 West Hastings Street		
City/Province/Postal Code Vancouver, BC V6E 3T5	Issuer Fax No. N/A	Issuer Telephone No. 236-521-0626
Contact Name Geoff Balderson	Contact Position CFO & Corporate Secretary	Contact Telephone No. 236-521-0626
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