

# FORM 7

## MONTHLY PROGRESS REPORT

Name of CNSX Issuer: UPCO International Inc. (the “Issuer” or “Upco”).

Trading Symbol: UPCO

Number of Outstanding Listed Securities: 137,205,316

Date: May 31, 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.
  - N/A
2. Provide a general overview and discussion of the activities of management.
  - Thanks to the new Board Member the company started to evaluate different candidate to improve communication towards the Stakeholders and a professional digital organization able to guide Upco’s team to launch the digital offer including the release of UpcoPay.
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.
  - N/A
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.
  - N/A
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.
  - New Contract signed in Oktacom, subsidiary of Upco International, BTS (<https://www.bts.io/>) and China Mobile Telecom (<https://www.chinamobileltd.com/en/about/overview.php>)
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.

- N/A
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.
    - N/A
  8. Describe the acquisition of new customers or loss of customers.
    - In the period of April 2021 (previous Month) new 730 Users join Upco Messenger
  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.
    - N/A
  10. Report on any employee hiring, terminations or lay-offs with details of anticipated length of lay-offs.
    - N/A
  11. Report on any labour disputes and resolutions of those disputes if applicable.
    - N/A
  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.
    - N/A
  13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.
    - N/A
  14. Provide details of any securities issued and options or warrants granted.
    - N/A

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

- Provide details of any loans to or by Related Persons.  
N/A
- Provide details of any changes in directors, officers or committee members.  
N/A
- Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.  
N/A

### 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 May 31, 2021.

Andrea Pagani  
Name of Director or Senior  
Officer

"Andrea Pagani"  
Signature  
CEO and Director  
Official Capacity

<b>Issuer Details</b> Name of Issuer Upco International Inc.	For the Month May 2021	Date of Report YY/MM/DD 2021/05/31
Issuer Address 1200-750 West Pender Street		

City/Province/Postal Code Vancouver, BC, V6C 2T8	Issuer Fax No.	Issuer Telephone No. +1(778) 218 9638
Contact Name Andrea Pagani	Contact Position – Chief Executive Officer	Contact Telephone No. - +1778 218 9638
Contact Email Address Andrea.pagani@upcointernational.com	Web Site Address www.upcointernational.com	