

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: The Tinley Beverage Company Inc. (the "Company").

Trading Symbol: TNY

Number of Outstanding Listed Securities: 150,859,565

Date: September 30, 2022

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 September 12, 2022, the Company announced that it had entered into new contracts to manufacture infused beverages for two new clients, Gem + Jane, a brand licensed to House of Saka Inc., dba Solidarity Brands, and Moneta brand, owned by Moneta, LLC. Production at Tinley's Long Beach, California facility for both brands is expected in Q4 2022.

The company also announced that it has received a range of cost-saving and capability-enhancing benefits resulting from the June 2022 commitment for strategic investment in the Company by Blaze Life Holdings, LLC ("BLH").

On the same day, the Company confirmed that it had now received purchase orders for all current Beckett's products, the single-serve Beckett's Tonics®, and the Beckett's '27® multi-serve Cask products, from retailer Total Wine & More through the Company's direct-to-retail broker, Emergent Beverage Partners.

The company also announced that Tinley's TM Tonics Mystic Dove TM and Stone Daisy TM SKUs were back in production at its Long Beach Facility.

On the same day, the Company announced that it is working with its sales agents in Ontario to implement a revised sales and marketing program this month.

The company also announced that discussions are actively underway to schedule presentations of the full Tinley's Canadian line-up to two provincial wholesaler boards, Manitoba Liquor and Lotteries ("MBBL"), and Société québécoise du cannabis ("SQDC"). The Company continues to monitor the situation in British Columbia and will update in due course.

On September 16, 2022, the Company announced that effective as of September 15, 2022, the Company appointed Theodore Zittell as Chief Executive Officer and Richard Gillis as President, Tinley's Brands USA. These appointments coincide with the dissolution of the Office of the CEO, which was comprised of members Theodore Zittell, Richard Gillis, and Douglas Fulton.

The Company also announced the grant of stock options to purchase up to 6,050,000 common shares in the capital of the Company to certain officers, directors, employees and consultants of the Company in accordance with the terms of the Company's stock option plan. The stock options will be exercisable at a price of \$0.10 per common share and for a period of five years from the date of issuance.

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

The Company provides co-manufacturing services for cannabis beverage companies in California. It also manufactures its own Company-branded non-alcoholic spirits and cocktails in both cannabis and non-cannabis formats. The non-cannabis versions are designed for sale in liquor stores, grocery stores, convenience stores, online retail and in on-premise food channels. The cannabis versions are designed for sale in cannabis licensed dispensaries in California and Canada.

In this regard, among other duties, management has been undertaking the following:

- Pursuing the sales process for its cannabis beverages with Canadian provincial buyers.
- Completing production runs for co-packing clients and working to complete agreements with additional clients in its sales pipeline.
- Completing installation and commissioning of additional bottling functionalities against new revenue in the Long Beach facility that includes the expansion of the bottling formats, canning, tunnel pasteurization, and the expansion of the mini line capability.

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.

No new Company-branded products. The Company's Long Beach facility is currently producing a growing number of third-party brands products, as well as completing production and distribution of the full line-up of Tinley's brand SKUs in the state of California. The Company's Beckett's Tonics®

brand ready-to-drink low-no alcohol 'cocktail' products were produced in September at a contract packer for delivery to Total Wine & More's warehouse for Q4 2022 distribution of the Beckett's line-up across the retailer's 27-state network of locations.

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 noted.

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.

None noted.

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 noted.

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 noted.

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

The Company has been adding additional retail locations and third-party beverage manufacturing clients.

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 noted.

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

None noted.

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

None noted.

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 noted.

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

None noted.

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

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Stock Options	6,050,000	Grant of Options	\$nil

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

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

None noted.

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

Effective September 15, 2022, Theodore Zittell was appointed Chief Executive Officer and Richard Gillis was appointed President, Tinley's Brands USA. These appointments coincide with the dissolution of the Office of the CEO, which was comprised of members Theodore Zittell, Richard Gillis, and Douglas Fulton.

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

Beer sales are declining, particularly among younger consumers. This decline is believed to be mostly driven by desires for healthier lifestyles, lower sugar and gluten free options, a shift to liquor and a shift to cannabis. The Company believes its Beckett's line of liquor-inspired, terpene-infused, non-alcoholic beverages line benefits from all these trends, given it is alcohol-free, gluten-free, vegan and contains a fraction of the sugar found in their beverage alcohol counterparts. While Beckett's does not contain cannabis, the infused versions, marketed under the Tinley™ brand, can capture demand from consumers seeking healthier alternatives to alcohol and to smokable cannabis products. The Company is not involved in the manufacture of vape pens or products used in vape pens such as oils, distillates or concentrates. Any potential regulatory action against vape pens would not apply to Tinley. The Company continues to monitor developments in the health beverage industry and to cannabis regulations in Canada and the United States, which have continuously evolved, and are expected to continue to evolve throughout 2020 and beyond.

Tinley's business involves certain risks and uncertainties that are inherent to the Company's industry. The Company regularly updates the "Risk Factors" section of the Management's Discussion and Analysis, of which the latest version can be found on SEDAR, under the Company's profile on www.sedar.com.

In addition, on January 30, 2020, the World Health Organization declared that the COVID-19 outbreak was a global health emergency, recognizing that the disease represents a risk outside of China, where it emerged. While all of the Company's three business divisions (non-cannabis, cannabis and co-packing) are continuing operations under essential services exemptions, circumstances could change anytime. Companies across various industries could be impacted materially by the coronavirus. COVID-19's known and unknown impact on earnings, costs, employees, supply chains, customers and other stakeholders, as well as other business matters, may be material for the Issuer, and may have a material impact on the Issuer's gross earnings, net earnings and other business matters. Environmental, social and governance factors may also impact the Issuer's operations in the near future.

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 October 6, 2022.

Theodore Zittell
Name of Director or Senior
Officer

"Theodore Zittell"
Signature
Director & Chief Executive Officer
Official Capacity

Issuer Details Name of Issuer The Tinley Beverage Company Inc.	For Month End September 30, 2022	Date of Report YY/MM/DD 22/10/06
Issuer Address 77 King Street West, Suite 2905		
City/Province/Postal Code Toronto, ON, M5K 1H1	Issuer Fax No. ()	Issuer Telephone No. (310) 507-9146
Contact Name Ted Zittell	Contact Position Director & CEO	Contact Telephone No. (416) 520-8291
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