

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: AMPD Ventures Inc. (the "Issuer").

Trading Symbol: AMPD

Number of Outstanding Listed Securities: 54,058,506

Date: April 6, 2021

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

#### **General Instructions**

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

#### **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 Company continued to focus on initiating and progressing conversations around high-performance computing solutions with potential customers in three main industry sectors: the animation and visual effects industry, the video games industry (including eSports), and mainstream companies utilizing mixed reality technologies for data visualization and analysis.**

- On March 10, the Company announced that it closed a non-brokered private placement financing of CAD \$849,999.90. In consideration, the Company issued 5,666,666 Units at a price of CAD \$0.15 per Unit for gross proceeds of CAD \$849,999.90. Each Unit is comprised of one common share (each a “Unit Share”) and one common share purchase warrant having an exercise price of CAD \$0.25 per Share and a term of 36 months from the date of closing of the private placement (each a “Unit Warrant”). All securities issued under the private placement are subject to a four-month hold period. The lead investor in the private placement is ThreeD Capital Inc., a Canadian-based venture capital firm led by Mr. Sheldon Inwentash, focused on opportunistic investments in companies in the junior resources and disruptive technologies sectors. ThreeD Capital Inc. invested \$525,000 for 3,500,000 Units. Mr. Inwentash also personally invested \$300,000 for 2,000,000 Units.
- On March 11, 2021, the Company announced plans for a ‘Machine Learning Cloud’ initiative designed to cater to the requirements of academic institutions and companies in the artificial intelligence (“AI”), machine learning and deep learning sectors.
- On March 23, 2021, the Company announced that it had joined the NVIDIA Partner Network (NPN) Cloud Service Provider Program, enhancing its ability to offer NVIDIA graphics acceleration as part of its mission to lead the transition of solution providers to the next generation of cloud infrastructure.
- On March 29, 2021, the Company announced a proposed private placement through which the Company expects to issue and sell up to 12,000,000 units (the “Units”) at a price of CAD \$0.25 per Unit for aggregate proceeds of up to CAD \$3,000,000 (the “Private Placement”). Each Unit will be comprised of one common share of the Company (each a ‘Share’) and one common share purchase warrant (each a “Unit Warrant” and, collectively, the “Unit Warrants”), with each Unit Warrant entitling the holder to subscribe for one Common Share (each a “Warrant Share” and, collectively, the “Warrant Shares”) in the capital of the Corporation at an exercise price of CAD \$0.40 per Warrant Share for a period of 24 months following the date of the closing of the Private Placement. The expiry date of the Unit Warrants may be accelerated at the option of the Company if, at any time prior to the expiry of the Unit Warrants, the volume weighted average trading price of the underlying Common Shares on the Canadian Securities Exchange (or such other recognized Canadian stock exchange on which the Common Shares are then listed) is or exceeds CAD \$0.75 for a period of ten (10) consecutive trading days.

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

- **Management continued to focus on achieving business goals, as well as sales, marketing, and recruiting activities.**

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.

- **The Company announced plans for a ‘Machine Learning Cloud’ initiative.**

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 to report during the month of March 2021.**

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 March 10, 2021, the Company formally joined the NVIDIA Partner Network Cloud Service Provider Program at the Registered level with Virtualization, Visualization and Compute Competencies.**

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 to report during the month of March 2021.**

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 to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

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 to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

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 to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

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

**On March 9, 2021, 5,666,666 Common Shares priced at CAD \$0.15 were issued as part of the Private Placement.**

**On March 9, 2021, 5,666,666 Warrants exercisable at CAD \$0.25 were issued as part of the Private Placement.**

**On March 11, 2021, the Company granted 2,100,000 incentive stock options to certain employees, officers, directors, or consultants pursuant to the Company's stock option plan. The options have an exercise price of CAD \$0.25 per share. 1,500,000 of the options are exercisable for a period of three years, and 600,000 of the options are exercisable for a period of five years, unless terminated pursuant to the terms of the stock option plan.**

**On March 22, 2021, the Company granted 250,000 incentive stock options to certain employees, officers, directors, or consultants pursuant to the Company's stock option plan. The options have an exercise price of CAD \$0.25 per share, exercisable for a period of three years, unless terminated pursuant to the terms of the stock option plan.**

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

**None to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

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

**None to report during the month of March 2021.**

**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 was 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 6, 2021.

Anthony Brown

*Anthony Brown (signed)*

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Signature

CEO

<b>Issuer Details</b>		For Month End	Date of Report
Name of Issuer AMPD Ventures Inc.		March 31, 2021	YY/MM/DD 21/04/06
Issuer Address  210, 577 Great Northern Way			
City/Province/Postal Code  Vancouver, B.C., V5T 1E1		Issuer Fax No.	Issuer Telephone No.  (604) 332-3329
Contact Name Anthony Brown		Contact Position CEO	Contact Telephone No.  (604) 332-3329 ext. 3
Contact Email Address ir@ampd.tech		Web Site Address <a href="http://www.ampd.tech">www.ampd.tech</a>	