

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: **Arcturus Growthstar Technologies Inc.** (the “Issuer” or “Arcturus”).

Trading Symbol: **“AGS”**

Number of Outstanding Listed Securities: **35,386,247**

Date: **June 6, 2016**

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.

Arcturus is a British Columbia company focused on developing and marketing products in the consumer LED industry and in the controlled environment agriculture industry through its online sales channels and web presence.

The Issuer entered into a share purchase agreement with TC Holding Inc. whereby the Issuer will acquire all of the outstanding interest of TC Holding Inc. in TerraCity Lawrence, LLC, in consideration for 14,976,580 common shares of the Issuer.

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

Arcturus's management has continued to focus on the development of its LED products and the optimization of its online sales channels.

Management has also been evaluating opportunities to acquire intellectual rights and/or distributions rights for products that complement its existing offering.

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 to report for the period.

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 for the period.

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 to report for the period.

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 for the period.

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 for the period.

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

None to report for the period.

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.

None to report for the period.

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

None to report for the period.

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

None to report for the period.

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 for the period.

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

None to report for the period.

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

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Common shares	14,976,580	Issued pursuant to the terms of the share purchase agreement with TC Holding.	N/A
Common shares	1,497,658	Issued pursuant to finder's fee agreement	N/A
Options	1,750,000	Stock options granted to certain directors, officers, employees and consultants at a price of \$0.05 per share for a five year period.	N/A

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

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

None to report for the period.

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

Arcturus appointed William Gildea as Chief Executive Officer and director. Former CEO, Mr. Robert Huston, will remain as a director and VP of the Issuer's Lighting division.

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

Arcturus's lighting and agricultural solutions provide it with exposure to increased governmental regulation of energy efficiency, and to increased commercialization of hydroponic agriculture. A reversal of these trends, or the presence of additional competitors could adversely affect Arcturus and its future activities.

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 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 **June 6, 2016**.

William Gildea

Name of Director or Senior
Officer

/s/ "William Gildea"

Signature

CEO & Director

Official Capacity

Issuer Details		For Month End	Date of Report
Name of Issuer Arcturus Growthstar Technologies Inc.		May, 2016	YY/MM/D 2016/06/06
Issuer Address 5-9079 Shaughnessy Street			
City/Province/Postal Code Vancouver, British Columbia V6P 6R9		Issuer Fax No. n/a	Issuer Telephone No. (617) 834-9467
Contact Name William Gildea		Contact Position CEO & Director	Contact Telephone No. (617) 834-9467
Contact Email Address mike.withrow.vn@gmail.com		Web Site Address http://www.arcturusgrowthstar.com/	