

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: Peekaboo Beans Inc. (the "Issuer" or "Peekaboo Beans")

Trading Symbol: BEAN

Number of Outstanding Listed Securities: 22,307,695

Date: December 3, 2018

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 Issuer (CSE: BEAN) (OTCQB: PBBSF) is a Canadian publicly listed company with a majority female Board of Directors. Peekaboo Beans is a children's apparel brand with a focus on environmentally responsible clothes that are intentionally designed to inspire play. Through an omni-channel approach, Peekaboo Beans engages sellers through social platforms, including Instagram and Facebook, as well as online retailers, to maximize revenue and build brand loyalty. The Issuer**

works to promote a playful lifestyle for children by designing comfortable clothes that are built to last.

On November 6, 2018, the Issuer issued a convertible unsecured promissory note (the "Note"). The Note has an outstanding principal amount of CAD\$275,000, accrues interest at a rate of 12% per annum, matures 36 months from the date of issuance, and is convertible, from time to time, in whole or in part, into units of the Issuer at a price of \$0.20 per unit (each a "Unit"). Each Unit is comprised of one common share in the capital of the Issuer (a "Common Share") and one-half of one common share purchase warrant, with each whole warrant exercisable into one Common Share of the Issuer at a price of \$0.30 for 36 months from the date of issuance. The Issuer also announces that it has completed a debt settlement with four creditors (the "Debt Settlement"). The Debt Settlement has resulted in an aggregate of CAD\$140,232.50 of indebtedness being retired in consideration for the issuance of 701,162 Common Shares at a price of \$0.20 per share. The indebtedness is held by arm's length parties and has not resulted in the creation of a new insider or a new control person. The Issuer further announces that it has issued a total of 72,916 warrants (each a "Warrant") with an exercise price of \$0.80 to an eligible finder who introduced subscribers to its private placements that closed on May 12, 2017 and June 29, 2017. 67,083 of the Warrants will expire on May 12, 2019 and 5,833 of the Warrants will expire on June 29, 2019.

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

The Issuer is hosting a pop-up retail location at Tsawwassen Mills, a shopping mall in Delta, BC that specializes in a mix of premium fashion brands and factory outlets. The launch of the pop-up shop is the latest addition to the Issuer's updated distribution model that focuses on the Issuer's transition from the traditional direct selling model to an omnichannel approach, securing both online and in-person sales. Along with the revised website and online store, as well as the membership and reward programs, the pop-up retail location will provide the Issuer with a new source of customers within the target market.

The Issuer is collaborating with a local non-profit charity organization, Mamas for Mamas this holiday season. For every winter coat sold from November 27, 2018 - December 11, 2018, the Issuer will be donating a coat to the charity, providing relief to local mothers struggling. The campaign will be supported through the Issuer's recently-adopted omni channel approach to the retail development of the brand. Throughout the two weeks, shoppers can purchase winter coats from either the Issuer's website, at their retail store at Tsawwassen Mills Mall or a social stylists' affiliate link. Every coat sold will be matched and donated by the Issuer in an effort that is expected to prompt both an increase in sales, as well as support their community initiatives.

The Issuer has also partnered with For Heroes Only to create and launch a new subscription-based program. For Heroes Only uplifts and inspires kids to live healthy, thriving and happy lives. By mixing technology, medias, pedagogy and storytelling together into never ending real life adventures, For Heroes Only reinvents fan engagement, making dreams come true for brands, kids, fans and parents. The program, entitled, "Get Dressed for Adventure" is expected to launch over the next six months, and will be rolled out over a 12-month period. Priced at

**\$29.99, the monthly installments begin with the arrival of a direct mail package containing product items, aimed at introducing children in an adventure filled world, throughout the year. The product lines will start with a story line adventure and will include, engaging activities, puzzles and games to play with family and friends, along with a myriad audio plays and videos of real world play elements, that engages the child as the hero in the adventure. Through active play engagement, the Issuer will bring the brand to life in the eyes of children, while infusing the Issuers products in the story line, "Get Dressed for Adventure".**

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.

**See item 2 above.**

**In line with its mission, the Issuer develops custom fabrics and designs its apparel to promote play in children's lives.**

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.

**N/A**

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.

**N/A**

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.

**N/A**

10. Report on any employee hiring's, 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.

<b>Security</b>	<b>Number Issued</b>	<b>Details of Issuance</b>	<b>Use of Proceeds</b>
<b>Convertible Promissory Note</b>	<b>\$275,000</b>	<b>Accrues interest at a rate of 12% per annum, convertible into units of the Issuer at a price of \$0.20 per unit (each, a "Unit"). Each Unit is comprised of one Common Share and one-half of</b>	<b>Working capital purposes.</b>

		one Common Share purchase warrant, with each whole warrant exercisable into one Common Share of the Issuer at a price of \$0.30 until November 6, 2021.	
Common Shares	701,162	Issued to settle indebtedness of \$140,232.50 of the Issuer at a deemed price of \$0.20 per Common Share	N/A
Warrants	67,083	Each warrant is exercisable at a price of \$0.80 until May 12, 2019 pursuant to a 7% finder's fee for a private placement completed by the Issuer.	N/A
Warrants	5,833	Each warrant is exercisable until June 29, 2019 pursuant to a 7% finder's fee for a private placement completed by the Issuer.	N/A

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

N/A

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

N/A

17. 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 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, 2018.

Nikki Mayer  
Name of Director or Senior Officer

/s/ "Nikki Mayer"  
Signature

CFO, Corporate Secretary and  
Director  
Official Capacity

<b>Issuer Details</b>		For Month End	Date of Report
Name of Issuer <b>Peekaboo Beans Inc.</b>		<b>November 30, 2018</b>	YY/MM/D <b>2018/12/03</b>
Issuer Address  <b>170 – 11120 Bridgeport Road</b>			
City/Province/Postal Code <b>Richmond, B.C., V6X 1T2</b>		Issuer Fax No. <b>N/A</b>	Issuer Telephone No. <b>(604) 279-2326</b>
Contact Name <b>Traci Costa</b>		Contact Position <b>President and CEO</b>	Contact Telephone No. <b>(604) 279-2326</b>
Contact Email Address <a href="mailto:leah@peekaboobeans.com">leah@peekaboobeans.com</a>		Web Site Address <a href="http://investors.peekaboobeans.com/">http://investors.peekaboobeans.com/</a>	