

## FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: Chemistree Technology Inc. (the "Issuer").

Trading Symbol: CHM

Number of Outstanding Listed Securities: 34,233,589

Date: as of February 28, 2019

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.

*Following-up January's negotiation, documentation and preliminary marketing for a short-form prospectus offering of debenture units, on February 5, 2019, the Company announced that it filed a preliminary short form prospectus in each of the provinces of Canada, other than Québec, in connection with a "best efforts"*

offering (the "Offering") of debenture units of the Company (the "Initial Units") at a price of \$1,000 per Initial Unit (the "Offering Price"). The number of the Initial Units to be sold pursuant to the Offering is to be determined. Following the announcement, management was actively meeting with prospective investors, investment bankers and other capital markets participants.

Effective February 12, the Company reported that its wholly-owned subsidiary, CHM Desert, LLC, has been granted a Conditional Use Permit ("CUP") by the City of Desert Hot Springs for its 9.55 acre property in located in the City's cannabis cultivation-friendly zone ("Green Zone").

The CUP encompasses cultivation in two greenhouse buildings totaling approximately 128,000 square feet, and an additional building of up to an additional 40,000 square feet for processing, manufacturing and distribution of cannabis goods. Fully constructed, the Company expects that a facility of this size has the potential to produce approximately 50,000 pounds of dried-cannabis flower per year and, once fully licensed and constructed, will have the capacity to process, manufacture and distribute a range of cannabis-related products.

In addition, during the month Chemistree continued with the improvement of the assets contained within the Washington Acquisition, and the integration of those assets into corporate operations. Advanced planning continues for the expansion of the facility, and the establishment of an extraction, processing and manufacturing operation.

On November 27, 2018, the Company announced that it had entered into a strategic collaboration ("Arcata") with a Humboldt County-based cannabis processing company ("Processor") located in Arcata, California. Pursuant to the Collaboration Agreement, the Company has agreed to loan the Processor US\$450,000 (the "Arcata Loan") by way of a secured Note, for the purposes of the expanding the Processor's business, including to, among other things, purchase additional equipment and complete tenant improvements to the Processor's facility. The Note accrues interest at an annual rate of 6% and matures on March 14, 2020. The Note is secured by 50% of the equity of the Processor. The Company and the Processor intend to negotiate and enter into an additional line of credit for purposes of the Processor's working capital, however no definitive documentation with regards thereto has been entered into and the Company cannot provide any assurance as to the completion, timing or terms thereof. In consideration for benefits received by the Company under the Collaboration Agreement, the Company has agreed to issue 100,000 common shares to the Processor's principal, subject to receipt of certain licensing and approvals by the Processor.

In February, management was active with the Processor in planning for growth and for the implementation of the Company's branded products into the California market. The Company is currently focused on product development, biomass sourcing, and sales and marketing planning, as well as adding key people to the new Chemistree California team. Demand for cannabis in California is increasing

rapidly and having a recognizable brand that can drive consumer loyalty will benefit the company in what is a challenging retail environment.

The Issuer continued the digital marketing campaign commenced in November. The aim of the campaign was to link the Company's social media marketing strategies with an expanded online marketing initiative; targeting an expanded awareness of the Company from a media, public and investor relations perspective. Management is currently assessing and refining its strategy in this regard, however, it believes the initiative was successful in generating additional interest in the Company, its strategy and offerings. Digital marketing will be an ongoing addition to the Company's marketing program with the specific aim to provide improved shareholder information flow as well as providing greater awareness of the Company's growing product lines and any new avenues of business and investment.

The Company wishes to inform shareholders that there are significant legal restrictions and regulations that govern the cannabis industry in both Canada and the United States.

Cannabis-related practices or activities are illegal under U.S. federal laws

The concepts of "medical cannabis" and "recreational cannabis" do not exist under U.S. federal law. The Federal Controlled Substances Act classifies "marihuana" as a Schedule I drug. Under U.S. federal law, a Schedule I drug or substance has a high potential for abuse, no accepted medical use in the United States, and a lack of safety for the use of the drug under medical supervision. As such, cannabis-related practices or activities, including without limitation, the manufacture, importation, possession, use or distribution of cannabis are illegal under U.S. federal law. Strict compliance with state laws with respect to cannabis will neither absolve the company of liability under U.S. federal law, nor will it provide a defence to any federal proceeding which may be brought against the company. Enforcement of U.S. federal laws will be a significant risk to the business of the company following the completion of the acquisitions, and any such proceedings brought against the company, may adversely affect the company's operations and financial performance.

Further information regarding the legal status of cannabis-related activities and associated risk factors, including, but not limited to, risk of enforcement actions, risks that third party service providers, such as banking or financial institutions, cease providing services to the company, and the risk that company may not be able to distribute profits, if any, from U.S. operations up to the company, will be included in the Form 2A listing statement to be filed with the CSE. The Company is comfortable with its near-term cash position and it is confident that the broad acceptance of cannabis-focused companies as exciting investment opportunities in Canada will expand to include companies like Chemistree focused on the far larger market available in those individual American states where cannabis is medically and/or recreationally legal. The Company's investigation into these opportunities continues, and, should any one of these opportunities mature,

Chemistree may be required to make certain filings and changes to the company's listing disclosure under the requirements of Canadian Securities Exchange policies.

2. Provide a general overview and discussion of the activities of management.  
See 1 above
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 1 above
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
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.  
See 1 above
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 within 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.  
See 1 above
8. Describe the acquisition of new customers or loss of customers.  
See 1 above
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.  
See 1 above

- 10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.  
None to report
- 11. Report on any labour disputes and resolutions of those disputes if applicable.  
None to report
- 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
- 13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.  
None to report.
- 14. Provide details of any securities issued and options or warrants granted.

Security	Number	Details of Issuance	Use of Proceeds <sup>(1)</sup>
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
- 16. Provide details of any changes in directors, officers or committee members.  
None to report.
- 17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer’s market(s) or political/regulatory trends.  
As announced, the Company sees the cannabis industry as a source of focus. The reason for this is simply that marketing of cannabis companies, their products as well as information about the industry itself is in its infancy. Initially, the Pacific Northwest will be the Company’s main target geography, but this is expected to expand from British Columbia and Washington state into California.  
The Company wishes to inform shareholders that there are significant legal restrictions and regulations that govern the cannabis industry in both Canada and the United States. Chemistree will at all times abide by and respect these laws and regulations in all its future potential business engagements.  
Cannabis-related Practices or Activities are Illegal Under U.S. Federal Laws

The concepts of "medical cannabis" and "recreational cannabis" do not exist under U.S. federal law. The Federal Controlled Substances Act classifies "marihuana" as a Schedule I drug. Under U.S. federal law, a Schedule I drug or substance has a high potential for abuse, no accepted medical use in the United States, and a lack of safety for the use of the drug under medical supervision. As such, cannabis related practices or activities, including without limitation, the manufacture, importation, possession, use or distribution of cannabis are illegal under U.S. federal law. Strict compliance with state laws with respect to cannabis will neither absolve the Company of liability under U.S. federal law, nor will it provide a defence to any federal proceeding which may be brought against the Company. Enforcement of U.S. federal laws will be a significant risk to the business of the Company and any such proceedings brought against the Company may adversely affect the Company's operations and financial performance.

Further information regarding the legal status of cannabis related activities and associated risk factors, including, but not limited to, risk of enforcement actions, risks that third-party service providers, such as banking or financial institutions cease providing services to the Company, and the risk that Company may not be able to distribute profits, if any, from U.S. operations up to the Company, are included in the preliminary short form prospectus of the Company filed in respect of the Offering, the Company's annual information form and other documents incorporated by reference therein and in the Company's Form 2A listing statement filed with the CSE and available under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com).

## 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 1 March 2019.

Douglas E. Ford  
Name of Director or Senior  
Officer

"signed"  
Signature  
CFO  
Official Capacity

<b>Issuer Details</b> Name of Issuer	<b>For Month End</b>	<b>Date of Report</b> YY/MM/DD
<i>Chemistree Technology Inc.</i>	<i>February 2019</i>	<i>19/03/01</i>
<b>Issuer Address</b>		
<i>Suite 810 – 609 Granville Street</i>		
<b>City/Province/Postal Code</b>	<b>Issuer Fax No.</b>	<b>Issuer Telephone No.</b>
<i>Vancouver, BC V7Y 1G5</i>	<i>(604) 689-7442</i>	<i>(604) 678-8941</i>
<b>Contact Name</b>	<b>Contact Position</b>	<b>Contact Telephone No.</b>
<i>Douglas Ford</i>	<i>CFO</i>	<i>604-973-2200</i>
<b>Contact Email Address</b>	<b>Web Site Address</b>	
<i>doug@chemistree.ca</i>	<a href="http://www.chemistree.ca">www.chemistree.ca</a>	