FORM 7

MONTHLY PROGRESS REPORT

Name of the CNSX Issuer: UPCO International Inc. (the “Issuer” or “Upco).

Trading Symbol: UPCO

Number of Outstanding Listed Securities: 79,060,005

Date: May 30, 2020

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 the fact.
2. The new Board has been appointed beginning of the month. It has been created an Executive Management team formed by some members of the Board. The team immediately considered to refocus the company by fixing many contracts in place in all Group and defining a better new strategy of the Company. The company will have two business focus: Wholesale telecom and Digital Services.
3. Provide a general overview and discussion of the activities of management.
4. Reviewing all old commercial and corporate contracts, working new steps to be any mineral or oil and gas or other reports required under Ontario securities law.
5. Describe and provide details of any new products or services developed or offered. For resources companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attached any Minerals or Oil and gas or other reports required under Ontario Securities Law.

Still confirmed the focus for UpcoPay and the agreement with the company belong to Open Banking projects, ( the name will be disclosed in the next Press Release) By offering access to the major EU banking systems, which will have an important impact on the section payment of the app. The integration via API will forecast to be ready in July 2020. Developed the new product/strategy for the telecom business (Federated Carrier Program)

1. Describe and provide details of any products or services that were discontinued. For resources companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

N/A

1. Described any new business relationship entered into between the Issuer, the Issuer’s affiliates or third parties including contracts to supply products or services , joint venture agreements licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

See Section 2

1. Describe the expiry of termination of any contracts of agreements between the Issuer, the Issuer’s affiliates or third party or cancellation of any financing arrangements that have been previously announced.

List of contracts: RB Milestones agreement has been revitalized with objective to restart the communication with the investors in particular in USA financial market, the management is reviewing all the Consulting contracts to decrease all General Expenses of the Issuer.

1. 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

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

N/A

1. Described any new developments or effect on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

N/A

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

N/A

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

N/A

1. Describe and provide details of legal proceeding to which the Issuer became a party , including the names of the court or agency, the date instituted, the principal parties to the proceeding are being contested, and the present status of the proceeding.

N/A

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

N/A

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

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| **Security** | **Number Issued** | **Details of Issuance** | **Use of Proceeds(1)** |
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*(1) State aggregate proceeds and intended allocation of proceeds.*

1. Provide details of any loans to or by Related Persons.
2. Provide details of any changes in directors, officers or committee members.
3. Discuss any trends which are likely to impact the Issuer including trends in the Issuer’s market(s) or political/regulatory trends.

**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 May 30, 2020

 Andrea Pagani
Name of Director or Senior Officer

 Anbdrea Pagani
Signature

CEO and Director
Official Capacity

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| ***Issuer Details***Name of IssuerUpco International | For Month End April 2020 | Date of Report20/04/30 |
| Issuer Address 200-1718- 58 Avenue |
| City/Province/Postal CodeSurrey BC, V3S 1L3 | Issuer Fax No.( ) | Issuer Telephone No.(604)308-0340 |
| Contact NameTrent Collett | Contact Position | Contact Telephone No. |
| Contact Email AddressTrent.collett@upcointernational.com | Web Site Addresscomwww.upcointernational.com |