

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Alternate Health Corp. (the "Issuer").

Trading Symbol: AHG

Number of Outstanding Listed Securities: 54,888,096

Date: December 5, 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.

On November 8, 2018 the Issuer announced that it had signed a binding letter of intent with Agincourt Ventures, LLC to secure funding of \$20 million, structured as a debt finance and limited stock purchase agreement, with the option to increase the total financing in the future with an additional note. Under the agreement, Agincourt Ventures, LLC will loan the Issuer \$19,600,000USD in two

tranches of \$9,600,000 on or prior to November 30, 2018 and \$10,000,000 on or prior to December 20, 2018. Interest on the loan will accrue at a rate of 5.102% per annum and a maturity date of 12-months from the date of the closing. Agincourt Ventures, LLC will also purchase one million (1,000,000) shares of the Issuer's common stock at a purchase price of \$0.40 per share, for an aggregate purchase price of \$400,000USD as part of the agreement. For full details, see news release dated and issued on November 8, 2018.

On November 13, 2018 the Issuer announced that all of the resolutions put forth or amended at the Issuer's Annual General Meeting of Shareholders (the 'Meeting') held on November 8, 2018 have been approved. In addition to the standard annual shareholder resolutions, which include setting the number of directors, the election of the directors of the Issuer, and the appointment of BDO Canada, LLP, as auditors for the coming year, the Issuer's shareholders approved and ratified the Issuer's 15% rolling stock option plan, as amended and restated on August 4, 2017. A majority of votes cast, by disinterested shareholders, was received on this resolution.

At the Meeting, the following directors were elected; and directly after the meeting the Board of Directors (the 'Board') appointed the following Officers:

Directors:

James Tykoliz
Michael Murphy
Michael Klipper
Jeff Langenbach
George Mull

Officers:

Michael Murphy, Chief Executive Officer and Chairman
George Mull, President
Christopher Boling, Chief Financial Officer
Marcelin O'Neill, Chief Compliance Officer
Stephen Bugbee, Senior Vice President, Technology
Jay Briggs – Vice President, Operations

Election of New Director:

Information concerning the Issuer's Management Nominees was previously disclosed in the Management Information Circular, put forth to the shareholders prior to the Meeting. Occurring at the Meeting, was the election from the Floor of Mr. George Mull to serve as a director of the Issuer for the ensuing year. Immediately after the Meeting, the Board appointed Mr. Mull as President of the Issuer. George Mull is a California attorney with substantial experience in advising clients in a wide variety of areas, including First Amendment and constitutional issues, cannabis law and governance, and complex business-litigation. For full details, see news release dated and issued on November 13, 2018.

On November 20, 2018 the Issuer announced that it had signed an agreement to acquire a majority stake in California cannabis company Kare MMJ. As part of the agreement, the Issuer will also acquire Bionic Bee, California's premiere flavoured cannabis extract manufacturer. The acquisition will give the Issuer immediate exposure to California's value-added cannabis market, with Kare MMJ's 5,000 square foot extraction facility in the Greater Los Angeles area. Located in Sun Valley, part of Greater Los Angeles's San Fernando Valley, Kare MMJ has operated as a not-for-profit under California's collective medical marijuana regulations and is currently in the final stages of converting to a for-profit company and obtaining its state cannabis license. The Issuer expects to begin wholesale and retail sales of its products under California's new adult-use regulations by late January 2019.

Terms of the Agreement:

Under the agreement, The Issuer acquires Kare MMJ along with Bionic Bee brand and related assets and intellectual property ("Bionic Bee"). Highlights include

Bionic Bee product inventory, equipment and salesforce, in addition to its social media presence and flavour formulas. The transaction will close once Kare MMJ has successfully converted from a not-for-profit to a for-profit entity.

As consideration for the purchase under the agreement, an aggregate of 2,000,000 common shares of the Issuer will be issued at market price at the time of the closing. KareMMJ's managing member, Stephen Bugbee will receive a USD\$550,000 cash payment (payable in six monthly installments) and 1 million common shares of the Issuer. Stephen recently became a related party to the Issuer as described below. An additional 1 million common shares of the Issuer will be paid to other members of KareMMJ who are not related parties to the Issuer. All shares issued will be subject to a hold period of four months and one day from the date of issuance.

In October 2018, Stephen Bugbee joined Alternate Health as Senior Vice President of Technology. Mr. Bugbee has also signed a 5-year management agreement with the Company to continue to manage the Bionic Bee business. His management fee will be 20% of the monthly net income from the Bionic Bee business. As Mr. Bugbee is a senior officer of the Company, the transaction is deemed to be a non-arm's length transaction. For full details, see news release dated and issued on November 20, 2018.

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

The Issuer's management team has remained focused on its objectives and operational goals, and is on track to attain them; while it continues its efforts to raise market awareness, value, enhance the strength and diversity of the Board of Directors and Officers of the Issuer, research and development, and other shareholder outreach initiatives. The Issuer's management also continue to seek new revenue streams and opportunities to develop and increase the stakeholder's value and profitability of the Issuer.

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.

N/A

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.

The Issuer announced that it had signed a binding letter of intent with Agincourt Ventures, LLC to secure funding of \$20 million, structured as a debt finance. The Issuer also entered into an agreement to acquire a majority stake in California cannabis company Kare MMJ. As part of the agreement, the Issuer will also acquire Bionic Bee, California's premiere flavoured cannabis extract manufacturer.

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.

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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 hirings, 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.

The Issuer entered into a binding Letter of Intent with Agincourt Ventures, LLC to secure funding of \$20 million, structured as a debt finance and limited stock purchase agreement, with the option to increase the total financing in the future with an additional note. Under the agreement, Agincourt Ventures, LLC will loan the Issuer \$19,600,000USD in two tranches of \$9,600,000 on or prior to November 30, 2018 and \$10,000,000 on or prior to December 20, 2018. Interest on the loan will accrue at a rate of 5.102% per annum and a maturity date of 12-months from the date of the closing. Agincourt Ventures, LLC will also purchase one million (1,000,000) shares of the Issuer's common stock at a purchase price of \$0.40 per share, for an aggregate purchase price of \$400,000USD as part of the agreement

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

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾

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

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.

Mr. George Mull was elected to Board on November 8, 2018. Thereafter, The Board appointed Mr. Mull as President of the Issuer.

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

The political evolution and progression of the legalities surrounding the use of cannabidiol for medical, and cannabis for recreational purposes, will continue to impact and benefit the product development segment of the Issuer's business. The legalization of cannabis in Canada and California bodes well for the Issuer's plans for expansion.

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 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 5, 2018**

Marcelin O'Neill
Name of Director or Senior Officer

/s/ "Marcelin O'Neill"
Signature

Chief Compliance Officer
Official Capacity

Issuer Details Name of Issuer Alternate Health Corp.	For Month End: November 2018	Date of Report YY/MM/D 18/12/05
Issuer Address 309-1485 West 6th Ave.		
City/Province/Postal Code Vancouver, BC, V6H4G1	Issuer Fax No. 604.736.8254	Issuer Telephone No. 604.569.4969
Contact Name Marcelin O'Neill	Contact Position Chief Compliance Officer	Contact Telephone No. 604.569.4969
Contact Email Address: m.oneill@alternatehealth.ca	Web Site Address: www.alternatehealth.ca www.alternatehealth.com	