

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Beleave Inc. (the "Issuer").

Trading Symbol: BE

Number of Outstanding Listed Securities: 474,338,102

Date: December 4th, 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.
 - Beleave announced that it has developed water-soluble cannabis-infused powder and sugar products to prepare for the adult recreational cannabis-infused food and beverage market next year. Beleave's Hamilton laboratory is being expanded to make room for methods to formulate cannabis extracts into soluble, flavourless

powders, sugar crystals, and syrups for use in beverages and food products using stability-enhancing techniques for prolonged shelf-life. The final product offered to consumers will be a flexible, food-grade ingredient that delivers an accurate dose of THC and CBD when ingested orally, and with enhanced bioavailability

- Beleave announced that it has secured genetics acquisition agreements for a broad range of cannabis seed varieties from diverse lineages. There will be a total of 90 new varieties introduced in the coming year that have been selected to cover the entire spectrum of low, intermediate, and high THC and CBD profiles. The list includes well-known classic Sativa and Indica varieties with applications for both medical and adult recreational markets. Also included in the selection are a number of novel strains, not previously available in the Canadian market, which have been bred for select terpene profiles to offer distinct custom flavours and aromas.
- The company is pleased to announce it has entered into a Strategic Alliance Agreement with the Rollins Group Inc. to open and operate cannabis retail stores across Canada. Rollins will apply for cannabis retail sales licenses across the country to open and operate cannabis retail stores. Beleave is supporting Rollins to secure lease covenants for all planned locations. Rollins will be responsible for managing the day-to day operations of the stores.
- Beleave is pleased to announce a seven-for-one share split of the Company's issued and outstanding common shares. Each shareholder of record of the Company as of the close of business on the Record Date will receive six additional shares for each share held on such date.

2. Provide a general overview and discussion of the activities of management.
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. 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 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.
 - At the time of this report Beleave does not have any indebtedness
14. Provide details of any securities issued and options or warrants granted.

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾
Common Shares	191,065	Debt Settlement @ \$0.19	G&A
Common Shares	535,714	Debt Settlement @ \$0.14	G&A
Common Shares	3,486,843	Purchase Acquisition @ \$0.19	G&A
Common Shares	12,727,274	Private Placement @ \$0.157	G&A
Common Shares	6,363,637	Private Placement \$0.157	G&A
Common Shares	31,818,178	Acquisition @ \$0.157	G&A

(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. 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 was 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 4th, 2018.

Bojan Krasic



Signature

Director/CFO

Issuer Details Beleave Inc.	For Month End of November 2018	Date of Report <u>December 4th, 2018</u>
Issuer Address 1653 Hwy 6 North		
City/Province/Postal Code Flamborough/Ontario/L8N 2Z7	Issuer Fax No. (N/A)	Issuer Telephone No. 1.844.235.3283
Contact Name Bojan Krasic	Contact Position Director/CFO	Contact Telephone No. 905.979.2937
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