

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: Versus Systems Inc. (the "Issuer" or the "Company")

Trading Symbol: VS

Number of Outstanding Listed Securities: 133,307,864

Date: September 5, 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.

**Versus Systems Inc. (CSE: VS) is based out of Vancouver, British Columbia. During August 2019, the Issuer closed a non-brokered private placement through the issuance of 4,545,454 units at a price of \$0.22 for gross proceeds of \$1,000,000. The Issuer also executed a licensing agreement with HP, Inc., and entered into a mutual investment agreement with Animoca Brands Corp. Ltd.**

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

**Management focused on the closing of the non-brokered financing and executing and developing strategic agreements and partnerships.**

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.

**The Issuer's patented Winfinite technology is powering Omen Rewards, a real-world prizing platform built into Omen Command Center and available for download by any Win10 PC via the Windows Store. Omen Rewards will allow everyone running the Omen Command Center app to play their favourite games for real-world prizes, gift cards, trips and experiences. The Omen Rewards beta is now available in the United States with plans to expand to other regions in the future.**

**Omen Rewards is the result of a multiyear collaboration between HP and Versus Systems, a Los Angeles-based technology company that has integrated its patented Winfinite platform into HP's Omen Command Center.**

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 has executed an agreement with HP Inc. to license Versus's Winfinite technology for use in HP products and services. The agreement provides for the non-exclusive use of Versus's technology and prizing software by HP and for access to the Winfinite platform.**

**The Issuer also entered into a mutual investment agreement with Animoca Brands Corp. Ltd.**

**Under the agreement, Animoca Brands and Versus will transfer to each other common shares of their companies' stocks equal in value to \$500,000 (U.S.). Pricing of the Versus shares issued to Animoca Brands will be based on the 21-day volume weighted average price (VWAP) on the approval date. Pricing of the Animoca Brands shares issued to Versus will be based on the 21-day volume weighted average price on the approval date. All shares will be subject to an escrow period of 24 months.**

**Animoca Brands develops and publishes a broad portfolio of mobile products including games such as The Sandbox, Crazy Kings and Crazy Defense Heroes as well as products based on popular intellectual properties such as Formula 1, Garfield, Snoopy, Thomas & Friends, Ever After High, and Doraemon. Animoca Brands leverages gamification, blockchain and artificial intelligence technologies to enhance its games and content.**

**Following the share exchange, Animoca Brands and Versus will progress the framework for a strategic co-operative agreement, whereby Animoca Brands will potentially utilize Winfinite for advertising via its established partnerships with iClick, Talenhouse and Silveregg. Animoca Brands will also explore the potential to implement rewards programs utilizing non-fungible tokens into its existing portfolio of mobile games.**

**The agreement is subject to Animoca Brands' shareholder approval.**

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.

**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>Common Shares</b>	4,545,454	Non-brokered private placement at \$0.22 per Unit	Business development, expansion & general corporate purposes
<b>Warrants</b>	4,545,454	Non-brokered private placement of units. Exercisable at \$0.35 until Aug. 9, 2021	N/A
<b>Common Shares</b>	526,775	Exercise of warrants at \$0.15 to \$0.30	N/A

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

**An aggregate of CAD \$3,665,000 and USD \$230,000 was loaned by directors and officers for three years at prime rate, and repayable upon demand.**

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**

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**FORM 7 – MONTHLY PROGRESS REPORT**

## 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 September 5, 2019.

Craig Finster  
Name of Director or Senior Officer

/s/ "Craig Finster"  
Signature

CFO  
Official Capacity

<b>Issuer Details</b> Name of Issuer Versus Systems Inc.	For Month End August 2019	Date of Report YY/MM/D 2019/09/05
Issuer Address 302 – 1620 West 8 <sup>th</sup> Avenue		
City/Province/Postal Code Vancouver, B.C., V6J 1V4	Issuer Fax No. (604) 639-4458	Issuer Telephone No. (604) 639-4457
Contact Name Craig Finster	Contact Position CFO	Contact Telephone No. (604) 639-4457
Contact Email Address <a href="mailto:craig.finster@versussystems.com">craig.finster@versussystems.com</a>	Web Site Address <a href="http://www.versussystems.com">www.versussystems.com</a>	