

## FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: RISE Life Science Corp. (the "Issuer").

Trading Symbol: RLSC

Number of Outstanding Listed Securities: 58,477,021

Date: July 31, 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.

**The Company continues to develop medical and adult-use cannabis-based formulations to create general use health and well-being products for the emerging consumer category made possible by the legal U.S. Farm Bill compliant hemp and the legalization of cannabis.**

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Of important note, the Company currently intends to only sell THC-based products under license to third parties in the U.S. until federal law pertaining to cannabis is changed. The primary manufacturing and marketing focus will instead be on CBD products derived from the highest quality CBD hemp certified as 'U.S. Farm Bill compliant' enabling the Company to stay completely aligned with U.S. federal law. This class of product may be sold in most U.S. states and in many countries around the world, the Company's intention being that it not be adversely affected in any way by the recent revocation of the 'Cole memo' by the U.S. Department of Justice.

The Company also owns the Scout DS® device which is a clinical tool to assist in the identification of both prediabetes and type 2 diabetes.

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

**No new activities with respect to 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.

**ON July 12, 2018, RISE completed the acquisition of 100% interest in California-based Cultivate Kind and Life Bloom Organics.**

**Under the terms of the acquisition, RISE has issued 2,000,000 common shares in aggregate to the sellers of Cultivate Kind and Life Bloom Organics. The common shares will be subject to the following contractual lockup provisions: (i) for the first 12 months from closing, 100% of the payment shares will be subject to lock-up; (ii) after 12 months, 75% of the payment shares will remain subject to lock-up; (iii) after 24 months, 50% of the payment shares will remain subject to lock-up; and (iv) after 36 months, no payment shares will be subject to lock-up.**

**In addition, warrants to purchase 1,000,000 common shares in RISE were issued at closing, each warrant having a five-year term and an exercise price of CDN\$0.45 per common share. The warrants vest as to one-third 12 months after closing, an additional one-third vest 24 months after closing, and the balance of one-third vest 36 months after closing.**

**The sellers of Cultivate Kind and Life Bloom Organics were paid aggregate cash consideration of US\$500,000 with US\$175,000 due at closing. An additional payment of US\$162,500 will be made on June 1, 2019 with the final payment of US\$162,500 being made on June 1, 2020.**

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 trademarks.

**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.

A claim for breach of performance was lodged against the Company and certain directors of the Company by E. Chapman Group Inc. and Earl P. Chapman dated June 29, 2018 in the Ontario Superior Court of Justice. The Company intends to vigorously contest the plaintiffs' claim for payment of \$158,000. It is the Company's intention to prepare and file a statement of defence in this matter.

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.

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common Shares	2,000,000	The common shares will be subject to the following contractual lockup provisions: (i) for the first 12 months from closing, 100% of the payment shares will be subject to lock-up; (ii) after 12 months, 75% of the payment shares will remain subject to lock-up; (iii) after 24 months, 50% of the payment shares will remain subject to lock-up; and (iv) after 36 months, no payment shares will be subject to lock-up.	N/A
Warrants	1,000,000	Each warrant having a five-year term and an exercise price of CDN\$0.45 per common share.	N/A

		The warrants vest as to one-third 12 months after closing, an additional one-third vest 24 months after closing, and the balance of one-third vest 36 months after closing.	

(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.

**The US Drug Enforcement Agency (DEA) provided clarification that CBD does not fall under the Controlled Substances Act and may be lawfully purchased and sold throughout the United States.**

## 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 August 8, 2018.

Robert Lelovic  
Name of Director or Senior  
Officer

"Signed Robert Lelovic"  
Signature  
CFO  
Official Capacity

<b>Issuer Details</b> RISE Life Science Corp.	For Month End July 2018	Date of Report August 8, 2018
Issuer Address 141 Adelaide Street West, Suite 230		
City/Province/Postal Code Toronto, Ontario M5H 3L5	Issuer Fax No. ( )	Issuer Telephone No. (416) 302-0779
Contact Name Robert Lelovic	Contact Position CFO	Contact Telephone No. (416) 302-0779
Contact Email Address rlelovic@rogers.com	Web Site Address <a href="http://riselifescience.com/">http://riselifescience.com/</a>	