

**FORM 7**

**MONTHLY PROGRESS REPORT**

Name of Listed Issuer: **nDatalyze Corp.** (the “Issuer”).

Trading Symbol: **NDAT**

Number of Outstanding Listed Securities: **41,027,425**

Date: **April 01, 2024**

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 Issuer entered into an agreement to acquire 100% of Mindbalanced, Inc. ("MB"). MB, operating in multiple US States, is revolutionizing mental healthcare through its integrative and individualized approach. Utilizing advanced AI and biometric data analysis, MB delivers highly-informed insights into mental health conditions, facilitating personalized treatment plans designed to enhance patient outcomes. MB pharmacogenomics ("PGx") testing reveals how genetics influence medication responses, while FDA-cleared transcranial magnetic stimulation ("TMS") therapy targets specific brain regions offering a non-invasive treatment option for mental health conditions, such as depression/anxiety and OCD, without medication side effects.

The nominal maximum purchase price is CAD\$3,750,000 payable through Conditional Share Issuances ("CSI") at CAD\$0.25 per share based on performance-based milestones. Additionally, MB may arrange an up to US\$150,000 private placement share issuance of up to 1,000,000 NDAT shares at US\$0.15 (approx. CAD\$0.20) per share ("PP"). MB has no debt. At Closing a finders fee is payable consisting of 700,000 NDAT shares with 300,000 shares paid on Closing and the remaining 400,000 paid upon MB's achieving CAD\$1,000,000 of gross revenue from MB operations within one year after the Closing. The Closing is not conditional on the PP.

Salient Performance Milestones include:

- a) upon achieving CAD\$1,000,000 of gross revenue from MB operations and within one year after the Closing, MB nominees will receive either 4,000,000 Shares of NDAT or 6,000,000 Shares if met within the first six months;
- b) upon achieving CAD\$2,500,000 of gross revenues from MB operations within two years after Closing, MB nominees will receive either 6,000,000 Shares of NDAT or 9,000,000 Shares if met within the first twelve months.

As the transaction is performance-driven, the number of NDAT shares issued pursuant to the CSIs will be between zero and 15,000,000 depending on MB performance. In the event where 15,000,000 shares are issued, MB revenue would be a minimum of CAD\$2,500,000 within 12 months and the total number of NDAT shares outstanding, including the PP, would be approximately 57,000,000 of which the MB transaction-related shares would represent approximately 26% of the NDAT outstanding shares. If none of the performance targets are met, aside from the PP shares, no MB transaction-related shares would be issued and there would be (assuming 1,000,000 private placement shares) approximately 42,000,000 NDAT shares outstanding with MB transaction, private placement-related shares representing approximately 2.4% of the total NDAT shares outstanding. If no performance targets are met and no PP shares are issued, there would be zero dilution. The Corporation believes that the transaction does not create a new control block and does not represent a change of control.

As part of the agreement and at Closing, Joshua Hill, the President of MB, will replace Dr. Keith Courtney as President of NDAT, with Dr. Courtney continuing as NDAT's Chief Psychiatric Officer. It is anticipated that MB will nominate Joshua Hill and one other person, as NDAT Directors.

Joshua Hill, with a background in specialty pharmaceuticals, navigates complex regulatory landscapes and delivers innovative solutions in healthcare. His visionary approach integrates TMS and personalized genetic insights into behavioural health and neurological disease management, optimizing patient care and operational efficiency.

The Closing date is scheduled for on or before April 15, 2024 and is subject to NDAT Board approval, usual Closing conditions and Canadian Securities Exchange approval. The Issuer continues with its Clinical Study initiatives.

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

Management has been occupied with the tasks associated with the MB acquisition and also continues to focus on the YMI mental health platform and tasks related to the related clinical studies.

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.

No new products are offered or in development.

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.

Extractor operations have been paused until US Federal cannabis reclassification.

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.

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be zero dilution. The Corporation believes that the transaction does not create a new control block and does not represent a change of control.

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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.

None

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.

None

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.

None

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

The Issuer has no employees - all activities are contract-based.

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

No such developments have occurred during the period.

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.

The Issuer was not a party to any legal proceedings during the period.

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

Beyond usual accounts payable, the Issuer has no debt. This said, the Issuer is in a dispute over approximately \$200,000 in fees charged by its former marketing contractor. The Issuer does not believe that this amount is being pursued by the marketing company and the Issuer has re-allocated the whole amount on its financial statements.

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

None

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

None.

16. Provide details of any changes in directors, officers or committee members.

None

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

The mental health crisis continues and this is expected to contribute to the YMI platform's acceptance going forward. There is no guarantee the YMI mental health platform will prove commercially viable.

### 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 that 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: April 1, 2024

**James M. Durward**

Name of Director or Senior Officer

***“James M. Durward”***

Signature

**Chief Executive Officer**

Official Capacity

<b>Issuer Details</b>	<b>For Month End</b>	<b>Date of Report - YY/MM/DD</b>
<b>Name of Issuer</b> nDatalyze Corp.	March 2024	2024/04/01
<b>Issuer Address</b> 1150, 707 – 7 <sup>th</sup> Avenue SW		
<b>City/Province/Postal Code</b> Calgary, Alberta T2P 3H6	<b>Issuer Fax No.</b> N/A	<b>Issuer Telephone No.</b> 403-689-3901
<b>Contact Name</b> James M. Durward	<b>Contact Position</b> CEO	<b>Contact Telephone No.</b> 403-689-3901
<b>Contact Email Address</b> jimd@ndatalyze.com	<b>Web Site Address</b> www.ndatalyze.com	