

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: ThreeD Capital Inc. (the "Issuer").

Trading Symbol: IDK

Number of Outstanding Listed Securities: 46,418,552

Date: June 1, 2021

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.**

During the month of May 2021, the Issuer continued to monitor its investment holdings and seek new investment opportunities

In May 2021, the Issuer exercised 900,000 warrants at an exercise price of \$0.25 per warrant for total cost of \$225,000 to acquire 900,000 shares of ImagineAR Inc. (CSE:IP), a company in which the CEO of the Issuer is also a director. Additionally, the Issuer sold 5,000,000 shares of ImagineAR Inc. on the open market for total proceeds received of \$1,158,735.

In May 2021, the Issuer paid an aggregate \$145,221 to purchase 350,000 common shares of Nevada Silver Corporation (TSXV: NSC), a company in which the CEO of the Issuer is also a director.

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

During the current month, the Issuer's management continued to focus on seeking new investment opportunities and monitor its portfolio holdings. The Issuer has disposed and acquired investments which are not part of its core holdings.

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.

None

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.

None

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.

None

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.**

During May 2021, the Issuer purchased and sold marketable securities that were held for trading purposes and such investments do not form a part of its long-term investment strategy. Some of these acquisitions and dispositions of investments are considered related party transactions as identified in section 1 of this report.

- 8. Describe the acquisition of new customers or loss of customers.**

Not applicable

- 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.**

Not applicable

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

None

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

None

- 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 previously reported in its continuous disclosure documents that it had sold, pursuant to a share purchase agreement dated November 15, 2019, an aggregate of 13,500,000 common shares of New Found Gold Corp. to a third party purchaser at a price of \$0.08 per share for aggregate proceeds of \$1,080,000. The

Issuer has since commenced a legal action claiming rescission of the transaction or, in the alternative, damages in the approximate amount of \$16,000,000 or the present value of the common shares. The Issuer is currently arranging with the third party dates and times for discoveries in this action. The Issuer believes that the purchaser was in possession of information material to the transaction that was not disclosed at the time. It is not determinable if the Issuer will be successful in its claim or, if successful, the amount of damages that may be awarded, if any.

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

From time to time, the Issuer has purchased investments on margin (amounts due to brokers). Margin is available against securities that are trading over \$3.00 per share and on some securities above \$2.00 per share (at the discretion of the broker). The Issuer is currently using approximately \$73,019 in margin borrowings.

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

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾
None	None	None	None

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

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

During the month of May 2021, the Issuer received advances from the CEO totalling \$415,000. Also during the month of May, the Issuer repaid \$350,000 to the CEO for previous advances received by the Issuer. As at May 31, 2021, the Issuer has total advances from the CEO of \$765,000 that remain as a liability on the Issuer's books. The advances have been used for general working capital purposes and purchases of investments. The advances are interest free and payable on demand.

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

None

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

As the COVID-19 pandemic continues to evolve, which has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. At this time, it is unknown the true extent of the impact

the COVID-19 outbreak may have on the Issuer as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease, and the duration of the outbreak, including the duration of travel restrictions, the effect on investees and business closures or disruptions, and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus. While the extent of the impact is unknown, the Issuer's employees continue to work from home and continue to monitor its investment holdings and seek new investment opportunities.

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 June 1, 2021

Lynn Chapman
Name of Director or Senior
Officer

/s/ "Lynn Chapman"
Signature

Chief Financial Officer and
Corporate Secretary
Official Capacity

Issuer Details Name of Issuer ThreeD Capital Inc.	For Month End May 2021	Date of Report YY/MM/D 2021/06/01
Issuer Address 130 Spadina Ave., Suite 401		
City/Province/Postal Code Toronto, ON, M5V 2L4	Issuer Fax No. (416) 941-8900	Issuer Telephone No. (416) 941-8900
Contact Name Lynn Chapman	Contact Position CFO	Contact Telephone No. (416) 941-8900
Contact Email Address chapman@threedcap.com	Web Site Address www.threedcapital.com	