

# FORM 7

## MONTHLY PROGRESS REPORT

Name of CNSX Issuer: Advantex Marketing International Inc. (the "Issuer" or the "Company").

Trading Symbol: ADX

Number of Outstanding Listed Securities: 878,948,414

Date: For the month of May 2020

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 the CNSX 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 CNSX.ca website.

This report is intended to keep investors and the market informed of the Issuer's on-going 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 CNSX 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 Covid-19 pandemic and the resulting government mandated lock-down from mid-March 2020 is an unprecedented situation and is a financial challenge for the Company and its customers, small independent merchants operating generally in the segments designated as non-essential services by the

government. The Company's merchant base is primarily restaurants across Canada although substantially found in GTA, Montreal and Vancouver. Some of the merchants operating as restaurants are providing take-out services. There is a material impact on the Company's revenues and cash flows in May 2020 which tracked April 2020 which in turn was much steeper than March 2020. The Company is taking defensive action to right-size its costs and cash outflows and align to revenues and cash inflows by means of cost control, seeking deferral accommodation from its service providers, applying for and receiving government relief programs wherever it is eligible to do so.

Until March 31, 2019 the Company managed merchant based loyalty programs for Canadian Imperial Bank of Commerce ("CIBC"). The Company managed merchant based loyalty programs for Toronto Dominion Bank ("TD") and this arrangement ended June 15, 2019. The core business, CIBC/TD program, of the Company rested on partnerships with CIBC and TD. In response to the loss of CIBC and TD partnerships the Company shifted its business focus to providing working capital and marketing services to retail merchants.

The Company also has a partnership with Aeroplan. Here the Company is a reseller of aeroplan miles to retailers.

The Company substantially completed by August 2019 the transition of its merchant portfolio, participating in its CIBC/TD program, to its new business model. During May 2020 the Company continued to deal with slow-down in its business consequent to Covid-19. The Company assisted its merchants with softer payment terms wherever and to the extent it could do so.

The Company earned revenue from merchants participating in its CIBC/TD program, in the form of an agreed marketing fee, for every purchase completed using a CIBC and TD aero credit card at their establishments. The revenue from the new business model, the working capital product, is the discount at which the Company has purchased merchants' future receivables and it is earned as the Company collects the future receivables over the contracted term. The collection is a fixed contracted amount either once or twice a week over contracted term. The Company earns its revenue in the Aeroplan program from selling consumer rewards, at an agreed price per consumer reward, to participating merchants.

The Company's merchant partner base operates in diverse business segments but currently primarily restaurants many of which are leaders in their communities.

Historically, though merchant count was a key driver of revenues from the programs, revenues from the CIBC/TD program were also dependent on the penetration of CIBC credit cards and TD aero credit cards; economic environment; mix of merchants in terms of their volume of CIBC and TD aero credit card transactions; and merchant participation levels in the Advance Purchase Marketing product – product combining CIBC/TD focused loyalty marketing and working capital - ("APM") and Marketing Only products because the fees that a merchant would pay for participation in APM was higher compared to Marketing Only. The Company's CIBC/TD program revenues were also reflective of seasonal consumer behaviour. Revenues from the Aeroplan program reflect the number of

participating merchants, traffic of aeroplane members completing purchases at participating merchants and level of engagement of participating merchants in the program. The revenue from the working capital product is dependent on number of merchants, the amount of working capital deployed with merchants, the discount at which merchants' future receivables are purchased by the Company, and the Company's ability to collect the future receivables. A fuller detail on the Company's programs and revenues is available in its annual and interim filings available under the Company's profile on [www.sedar.com](http://www.sedar.com).

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

Management were focused on activities described in response to question 1.

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 change during May 2020.

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.

No change during May 2020.

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.

No change during May 2020.

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.

No change during May 2020.

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 provides details of the relationship.

No change during May 2020.

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

The Company's agreements with merchants participating in its new business model, described in response to question 1, have between six to eighteen month terms, generally twelve months, and at the end of the term are renewable at the sole discretion of the Company. The Company's agreements with merchants participating in the Aeroplan program are generally of twelve month term and renew at end of the term for additional terms of twelve months unless either party terminates, per the terms and conditions of the agreement, prior to the end of the term.

The Company's sales staff has the role of acquiring new merchants. The Company was not active in acquisition activity during May 2020.

Covid-19 is expected to have an impact on the continuity of businesses. At this time it is difficult to determine the loss of Company's merchants due to Covid-19.

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 to the Company's activities.

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

None during May 2020.

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

Not 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.

From time to time, the Company is party to legal proceedings arising out of the normal course of business. The results of these litigations cannot be predicted with certainty, and the Company is of the opinion that the outcome of these types of proceedings is generally not determinable.

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

The Company's annual and quarterly filings, available under the Company's profile on [www.sedar.com](http://www.sedar.com), provide fuller details on the Company's line of credit, and its non-convertible debentures.

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

None during May 2020.

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

No loans to or by Related Parties during May 2020.

Information on Company's non-convertible debentures held by related persons is available in the interim financial statements for 3 and 6 months ended December 31, 2019 together with the news release dated October 28, 2019.

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

No change during May 2020.

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

Trends, risks and uncertainties noted under "General Risks and Uncertainties", "Economic Dependence", and "Working Capital and Liquidity Management" in the Company's MD&As' for the fiscal year ended June 30, 2019, three months ended September 30, 2019, three and six months ended December 31, 2019, all filed on May 21, 2020 and which are available under the Company's profile on [www.sedar.com](http://www.sedar.com). The Company's consolidated financial statements for fiscal year ended June 30, 2019, three months ended September 30, 2019, three and six months ended December 31, 2019, all filed on May 21, 2020 carry a Going concern note.

On November 1, 2019 the Ontario Securities Commission issued a Cease Trade Order because the Company did not file by due date its annual financial statements, accompanying management discussion and analysis and related CEO and CFO certifications for the financial year ended June 30, 2019. The Company did not file its interim financial statements, accompanying management discussion and analysis and related CEO and CFO certifications for the three months ended September 30, 2019, and three and six months ended December 31, 2019 by the due dates. The Company remedied the filing issue when it filed the documents for the above referred three periods on May 21, 2020. Because the cease trade order

was in effect for more than 30 days the Company has to apply for a revocation, and it intends to do so.

### **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 CNSX 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 CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: June 04, 2020.

Mukesh Sabharwal  
Name of Director or Senior  
Officer

"Mukesh Sabharwal"  
Signature

Vice - President and CFO  
Official Capacity

<b>Issuer Details</b> Name of Issuer	For Month End	Date of Report YY/MM/DD
Advantex Marketing International Inc.	May 2020	2020/06/04
Issuer Address  600 Alden Road, Suite 606		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Markham, Ontario, L3R 0E7	(905) 946 2984	(905) 470 9557
Contact Name	Contact Position	Contact Telephone No.
Mukesh Sabharwal	Vice - President and CFO	416 560 5173
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