

## FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: STARREX INTERNATIONAL LTD. (the "Issuer").

Trading Symbol: STX

Number of Outstanding Listed Securities: 16,296,113

Date: April 3, 2023

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 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 continued its search for acquisitions and business proposals in the financial sector in the United States and Canada. The Issuer's business and operations include, through its subsidiaries, the evaluation and appraisal of residential real estate and a credit-reporting business.**

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

**Management continued to support normal course audit preparation activities in conjunction with the Company's annual financial reporting.**

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.

**Not applicable.**

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.

**Not applicable.**

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.

**Not applicable.**

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.

**Not applicable.**

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.

**The Company acquired four United States title insurance entities through arm's length transactions. On a consolidated basis, based on management prepared, unaudited financial statements, All American Title Group of Companies generate USD10 million in revenue from title insurance premiums annually with an average net income, before taxes, of USD2 million. Consideration paid for these entities, which will be consolidated into one operating entity, was USD9,000,000. The consideration was payable in the form of USD1.8 million in cash, a promissory note for USD4.5 million due March 17, 2024, and convertible promissory notes bearing interest at 6% per annum payable semi-annually, and due March 17, 2026, subject to annual lump sum prepayments of up to an aggregate of USD900,000 each year in the event certain EBITDA targets are met for the business. The convertible notes are convertible at USD2.09 per share by the holder at any time and by**

the Company if the average trading price for a period of thirty consecutive trading days is USD2.61 or higher. The holder may also elect to receive interest payments in shares of the Company at the closing price of the shares on the day prior to the date the holder elects to receive an interest payment in shares. The aggregate of the USD4.5 million and USD2.7 million notes are secured by a pro rata pledge of the securities acquired in the acquisition. See the press release dated March 20, 2023 for full details.

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 trademarks.

**Not applicable.**

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

**Not applicable.**

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

**Not applicable.**

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.

**Not applicable.**

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

**Not applicable.**

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

Security	Number Issued	Details of Issuance	Use of Proceeds
Options	300,000	Exercise price USD1.20; vested over three years with five year expiry date.	Options issued to purchase common shares of company in conjunction with acquisition
Common Shares	250,000	Issuance price USD1.20	Common shares issued to business consultant
Convertible Debentures	USD2.7 million	Convertible into common shares at USD2.09	Part of acquisition consideration(see details above)

**Not applicable.**

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

**Not applicable.**

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

**Not applicable.**

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

**The Issuer will remain subject to general market trends that impact the financial sector, including the ability of the Issuer to identify and pursue suitable acquisitions and business proposals and the ability of the Issuer to finance such acquisitions and business proposals.**

## 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 is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to 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 Policy 1) with the exception of its Annual Listing Statement.
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated April 3, 2022

Deborah Merritt, CFA, PhD  
Name of Director or Senior  
Officer

Signed by: "Deborah Merritt"  
Signature  
Chief Financial Officer  
Official Capacity

Issuer Details Name of Issuer <b>Starrex International Ltd.</b>	For Month End <b>March 31, 2023</b>	Date of Report YY/MM/D <b>2023-04-03</b>
Issuer Address <b>639 5<sup>th</sup> Avenue S.W.</b>		
City/Province/Postal Code <b>Calgary, AB T2P 0M9</b>	Issuer Fax No. <b>(281) 406-8621</b>	Issuer Telephone No.
Contact Name <b>Deborah Merritt</b>	Contact Position <b>Chief Financial Officer</b>	Contact Telephone No. <b>(281) 406-8621</b>
Contact Email Address <b>dmerritt@starrexintl.com</b>	Web Site Address <b>www.starrexintl.com</b>	