

## FORM 7

### MONTHLY PROGRESS REPORT – JULY 2020

Name of Listed Issuer: **GREENSTAR BIOSCIENCES CORP.** (the “Issuer” or the “Company”).

Trading Symbol: **GSTR**

Number of Outstanding Listed Securities: **143,114,425**

Date: **August 14, 2020**

#### **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.

**Management has spent the month pursuing its business plan objectives. See the Issuer’s CSE Form 2A Listing Statement dated May 28, 2019 for a description of the Issuer’s business and business objectives. The Company plans to execute an aggressive growth plan over the short and medium term.**

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

**In Washington State, the Issuer continues to lease assets and provide services to its tenant partner, Cowlitz County Cannabis Cultivation, Inc. (“Cowlitz”).**

**Acquired Eleusian Biosciences Corp (“Eleusian”) which developed its fourth provisional patent application in the U.S.**

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.

**Eleusian**

**On July 27, 2020 the Company completed the acquisition of 100% of Toronto, Ontario-based Eleusian (the "Transaction") through the issuance of 60,200,056 common shares of the Company ("Common Shares") at a deemed price of \$0.05 per share, and will issue an aggregate of 250,109 stock options to certain Eleusian personnel. All Common Shares are subject to voluntary pooling arrangements, pursuant to which 25% of the Common Shares have been released and further 25% releases will occur every three months. The Company also issued a finder's fee of 5%, settled by the issuance of 3,001,002 Common Shares, to an arms-length finder as part of the Transaction.**

**The acquisition expands the Company's portfolio of brands adding intellectual property portfolio, including four provisional patent applications in the U.S., further capitalizing on the emerging psychedelic medicine sector.**

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.

**Eleusian developed its fourth provisional patent application in the U.S.**

10. Report on any employee hirings, 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.

<b>Security</b>	<b>Number Issued</b>	<b>Details of Issuance</b>	<b>Use of Proceeds</b>
Common Share	11,700,000	Note 1	Note 1
Common Share	400,000	Note 2	Note 2
Common Share	1,100,000	Note 3	Note 3
Common Share	60,200,056	Note 4	Note 4
Common Share	3,001,002	Note 5	Note 5

**Note 1 - a non-brokered private placement of 11,700,000 Common Shares at a price of \$0.05 per Common Share for aggregate gross proceeds of \$585,000 (the "Offering"). Proceeds from the Offering are expected to be used for legal and other costs associated with closing the acquisition of Eleusian, marketing expenses and for general working capital purposes. No finders' fees were paid in connection with the Offering.**

**Note 2 - the Company entered into a debt settlement agreement with Thomas Baird, CEO, in settlement of an amount owing in respect of services provided to the Company by Mr. Baird through July 30, 2020. Pursuant to this debt settlement agreement, a total of \$20,000 of debt will be settled through the issuance of 400,000 Common Shares at a deemed price of \$0.05 per share.**

**Note 3 - the Company entered into debt settlement agreements with RCF Advisors Ltd. ("RCF") and SENTA Capital Inc. ("SENTA"), in settlement of amounts owing in respect of services provided to the Company by RCF and SENTA through July 30, 2020. Pursuant to the debt settlement agreements, a total of \$55,000 of debt will be settled through the issuance of 100,000 common shares to RCF and 1,000,000 Common Shares to SENTA, at a deemed price of \$0.05 per share.**

**Note 4 – The Company acquired all the outstanding common shares of Eleusian in consideration for 60,200,056 Common Shares at a deemed price of \$0.05 per Share.**

**Note 5 – a finder's fee of 5% of the total Eleusian consideration, settled by the issuance of 3,001,002 Common Shares, to an arms-length finder as part of the Transaction.**

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.

**The Company appointed of Mr. Jonathan Gilbert to the Company's board of directors and Mr. Maghsoud Dariani as its Chief Science Officer.**

**With the appointments of Mr. Gilbert and Mr. Dariani, the Company believes it represents a new standard for excellence within the psychedelic medicine industry. The Company will now have a strong business development team complemented by experts to identify new market growth opportunities.**

**Jonathan Gilbert is an accomplished business executive with a successful exit in the psychedelics sector. Previously, he was the CEO of Scythian Biosciences, Inc., a publicly traded research and development company focusing on the prevention and treatment of concussions and traumatic brain injury using a proprietary cannabinoid combination. Mr. Gilbert is also experienced in strategic investments and partnerships related to the cultivation, distribution and retail sale of legal cannabis.**

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's flagship investments are in Washington State and currently management expects the legal and regulatory regimes in the United States (on a federal level), Washington State, and Canada to be the most relevant to its business.**

#### **COVID-19**

**The United States government required the closing of all nonessential businesses for the next 30 days as a result of the COVID-19 pandemic. The closing mandate does not affect cannabis operators or licensed dispensaries. As such, Cowlitz is continuing its regular operations. The Company will continue to monitor developments related to COVID-19 and assess operations as the situation evolves.**

#### **United States**

**While the use of cannabis appears to be substantially increasing at the state legalized level in the United States, the status of Federal legalization of cannabis in is uncertain. On February 14, 2019, William Barr was confirmed by the U.S. Senate as the next Attorney General. On January 15, 2019, during his confirmation hearing, Mr. Barr indicated that he personally believes cannabis should remain illegal but he also stated that if confirmed, he would not "go after companies that have relied on the 2013 Cole Memorandum and that his approach with regard to federal cannabis law enforcement would be "not to upset settled expectations." Mr. Barr's approach to cannabis federal law enforcement may prove less aggressive than Attorney General Session's get-tough on cannabis stance and could reduce the uncertainty stemming from Attorney General Session's tenure. However, Mr. Barr has made it clear that he does not support federal legalization and until he begins**

implementing these policies, considerable uncertainty remains. Jeff Sessions the former U.S. Attorney General was publicly opposed to the use of cannabis and on January 4, 2018, rescinded the Cole Memorandum, stating it was unnecessary. The Cole Memorandum was a document formerly issued by the Attorney General's office (2013/2014) that gave guidance to prosecutors to focus their enforcement resources for marijuana offences on 8 priorities, including preventing distribution to minors, preventing revenue from going to organized crime and preventing impaired driving. It is likely that the States which have legalized marijuana for medical and/or recreational uses will fight any prohibition on the production, sale and use of cannabis, as they are receiving significant amounts of tax revenue in connection with these activities. The rescission of the Cole Memorandum introduced uncertainty to the market for the Company's products. On December 20, 2018, the Agriculture Improvement Act of 2018 (the "2018 Farm Bill") was passed into law. Marked as genuinely historic for the cannabis industry, the passing of the 2018 Farm Bill has removed all confusion associated with "industrial hemp". While the Issuer has always utilized organically sourced US Dept. of Agriculture approved industrial hemp in its CBD products, "hemp", defined as "the plant Cannabis sativa L. and any part of that plant, including the seeds thereof and all derivatives, extracts, cannabinoids, isomers, acids, salts, and salts of isomers, whether growing or not, with a delta-9 tetrahydrocannabinol concentration of not more than 0.3 percent on a dry weight basis," has now been officially removed from the Controlled Substances Act in the United States. While the Issuer is still assessing the various implications of the new law, the development is extremely positive for the Issuer and its future development plans in the U.S. and elsewhere. The safety of CBD and cannabis related products will remain of paramount importance for the Issuer and will continue to be a focus for consumers and regulators alike. Regulation of the industry is expected to increase, including new regulations anticipated from the US Food and Drug Administration (FDA). Despite these challenges and a general lack of access to banking, the cannabis industry has so far enjoyed access to capital markets. The situation is constantly evolving and there is a great degree of uncertainty over how matters will be settled, however, it is likely that these US states that have legalized cannabis will fight any prohibition on its use as they are receiving significant amounts of tax revenue from the sale of cannabis. Despite the legal, regulatory, and political obstacles the marijuana industry currently faces, the industry has continued to grow.

On November 20, 2019 the House Judiciary Committee voted 24-10 to pass the Marijuana Opportunity Reinvestment and Expungement Bill of 2019 ("MORE") which removed marijuana from Schedule 1 of the Controlled Substances Act. For federal legalization to occur the MORE act will need to

pass a House-wide vote as well as a vote in the Senate and then be signed into law by the President.

### **Washington State**

On October 16, 2017, the Canadian Securities Administrators published Staff Notice 51-352 Issuers with U.S. Marijuana-Related Activities (“Staff Notice 51- 352”) which provides specific disclosure expectations for issuers that currently have, or are in the process of developing, cannabis-related activities in the United States as permitted within a particular state’s regulatory framework. All issuers with United States cannabis-related activities are expected to clearly and prominently disclose certain prescribed information in prospectus filings and other required disclosure documents. As a result of the Issuer’s investments in certain United States entities, the Issuer is subject to Staff Notice 51-352. See also the Issuer’s CSE Form 2A Listing Statement dated May 28, 2019.

## 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 14, 2020

Thomas Baird  
Name of Director or Senior  
Officer

(Signed) "Thomas Baird"  
Signature

Chief Executive Officer  
Official Capacity

<b><i>Issuer Details</i></b>	For Month End	Date of Report
Name of Issuer GreenStar Biosciences Corp.	July 31, 2020	YY/MM/D 20/08/14
Issuer Address Suite 717, 1030 West Georgia Street		
City/Province/Postal Code Vancouver, BC V6E 2Y3	Issuer Fax No. N/A	Issuer Telephone No. 604-834-9499
Contact Name Thomas Baird	Contact Position CEO	Contact Telephone No. 604-834-9499
Contact Email Address <a href="mailto:info@greenstarbiosciences.com">info@greenstarbiosciences.com</a>	Web Site Address <a href="http://www.greenstarbiosciences.com">www.greenstarbiosciences.com</a>	