

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: **Plus Products Inc.** (the "Issuer").

Trading Symbol: **PLUS**

Number of Outstanding Listed Securities: **33,829,804 Subordinate Voting Shares (as of June 30)**

Date: **July 7, 2019**

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.

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## 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, through its wholly-owned subsidiary, Carberry, operates as a branded cannabis products manufacturer with operations in the State of California. Its products consist of cannabis-infused edibles, which the Issuer sells to the adult-use, or recreational, market. Carberry holds an annual license issued by the State of California Department of Public Health, Manufactured Cannabis Safety Branch pursuant to the Medicinal and Adult-Use Cannabis Regulation and Safety Act to extract and manufacture cannabis- infused products at its facility located in Adelanto, California. The Issuer's products are infused with cannabis oil, which is sourced from licensed suppliers located in California. The Issuer has arrangements with licensed distributors to sell products under the PLUS™ family of brands to licensed dispensaries and delivery service customers.*

*The Issuer continues to focus efforts on increasing market share in the California and Nevada edibles markets through sales to licensed distributors. The company also sells 100% hemp edibles through its direct to consumer platform and health and wellness retailers in the US.*

*June 1, 2020: The Company announced announced the return of its best-selling limited edition Rainbow Sherbet cannabis-infused gummies for Pride 2020. As part of its commitment to strengthening and supporting the communities in which it operates and sells products, the Company is collaborating with the SF Queer Nightlife Fund (the "SF QNF") to donate \$1 per tin sold to provide direct financial relief to workers in queer nightlife in San Francisco who have been affected by the COVID-19 pandemic.*

*June 9, 2020: The Company announced announced that the Company's Chief Financial Officer, Jon Paul, will be retiring at the end of this month, and current Vice President of Finance, Nate Pearson, has been identified as his successor. Following his retirement, Mr. Paul will continue in an advisory role to ensure a smooth transition to Mr. Pearson, who is expected to be officially appointed on or around July 1, 2020.*

*June 25: The Company announced the expansion of its recently launched wellness and relief brand, PLUS CBDRelief, with the introduction of a new Pomegranate 1:1 CBD to THC ratio product.*

*June 29: The company announced the completion of a non-dilutive share exchange transaction (the "Transaction"), under which an existing shareholder of the Company exchanged 75,500 Common Shares for 15,100,000 newly created Class B Common*

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*Shares (the “Class B Subordinate Voting Shares”), on the basis of 200 Class B Subordinate Voting Shares for each Common Share. The aggregate value of the exchanged Common Shares (CAD\$0.7405 per share, representing an aggregate value of CAD\$55,907.75) was equivalent to the aggregate value of the newly issued Class B Subordinate Voting Shares (CAD\$0.0037025 per share, representing an aggregate value of CAD\$55,907.75). In aggregate, the 15,100,000 Class B Subordinate Voting Shares represent the same economic and voting rights as the 75,500 Common Shares for which they were exchanged. The Transaction will not adversely impact the economic or voting rights of current holders of Common Shares.*

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

- *Management is focused on pursuing various levers of growth in an effort to continue to expand its market share footprint, both within and outside of California. These initiatives include growing sales of the core product lines, new products, new markets and partnership opportunities.*

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.

- *The Issuer maintains an active research and development department.*

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 to the Issuer.*

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 to the Issuer.*

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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.

- *Not Applicable to the Issuer*

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.

- *Not applicable to the Issuer*

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

- *Not applicable to the Issuer*

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 Issuer*

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

- *The Company had 1 termination in June 2020.*

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

- *Not Applicable to the Issuer*

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.

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- *Not applicable to the Issuer*

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

- *Not applicable to the Issuer*

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>
Option to Purchase Subordinate Voting Shares	2,102,664	See Form 11 filed on June 9, 2020.	N/A
Subordinate Voting Shares	31,369	Conversion of Proportionate Voting Shares to Subordinate Voting Shares.	N/A
Subordinate Voting Shares	12,500	Issuance of Subordinate Voting Shares for the exercise of Restricted Stock Units issued pursuant to the Company's Amended & Restated 2018 Equity Incentive Plan.	N/A
Proportionate Voting Shares	78.44	Issuance of Proportionate Voting Shares for the exercise of Restricted Stock Units issued pursuant to the Company's Amended & Restated 2018 Equity Incentive Plan.	N/A
Class B Subordinate Voting Shares	15,100,000	Issued pursuant to a transaction detailed in the Company's June 29, 2020 new's release.	N/A

**Notes:**

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

- *Not applicable to the Issuer*

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

- *Not applicable to the Issuer*

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

*Please refer to the Issuer's final prospectus dated October 19, 2018 which is available under the Issuer's profile on SEDAR ([www.sedar.com](http://www.sedar.com)).*

**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 **July 7 2019**.

**Craig Heimark** \_\_\_\_\_

Name of Director or Senior Officer

**Craig Heimark** \_\_\_\_\_

Signature

**Chairman, CSO and Director**

Official Capacity

<b>Issuer Details</b>		For Month	Date of Report
Name of Issuer Plus Products Inc.		June 2020	2020/07/07
Issuer Address San Mateo at 1515 El Camino Real			
City/Province/Postal Code Suite 400 San Mateo CA 94402		Issuer Fax No. ( )	Issuer Telephone No. 213.282.6987
Contact Name Blake Brennan		Contact Position Head of IR	Contact Telephone No. 213.282.6987
Contact Email Address ir@plusproducts.com		Web Site Address www.plusproducts.com	

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