

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: ImagineAR Inc. (the "Issuer").

Trading Symbol: IP

Number of Outstanding Listed Securities: 217,136,033

Date: May 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 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.

**ON May 23, 2023** the Company announced a non-brokered private placement financing (the "Offering") of up to 13,030,303 Units (the "Units"), at a price of \$.033 per Unit for gross proceeds of up to \$430,000.

Each Unit will be comprised of one (1) common share and one (1) non-transferable common share purchase warrant (the "Warrant"), with each Warrant entitling the holder to purchase one additional common share at a price of \$0.05 for a period of thirty-six (36) months from the closing of the Offering. In accordance with applicable Canadian securities laws, all securities issued pursuant to the private placement will be legended with a hold period of four months and one day from the date of issuance.

**On May 29, 2023** the Company announced it closed a non-brokered private placement financing (the "Offering") of 12,905,315 Units (the "Units"), at a price of \$.033 per Unit for gross proceeds of \$425,875.

Please note that all of the Company's News Releases can be viewed on [SEDAR.com](http://SEDAR.com).

2. Provide a general overview and discussion of the activities of management.  
**Management continues to focus on developing, marketing, and selling its ImagineAR™ enterprise augmented reality software mobile application, SDK, and platform in the United States.**
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.  
**This section is not applicable to the Issuer.**
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.  
**This section is 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.  
**See Section 1 above and corresponding news releases, no related party engagements.**
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.

**This section is 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.

**This section is not applicable to the Issuer.**

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

**This section is 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.

**This section is not applicable to the Issuer.**

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

**This section is not applicable to the Issuer.**

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

**This section is 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.

**The BCSC has named ImagineAR Inc. (Formerly Imagination Park Entertainment Inc.) as a respondent in a Notice of Hearing which was released on Tuesday, September 28<sup>th</sup>, 2021.**

**Summary:**

The B.C. Securities Commission has begun administrative proceedings against investor relations company Stock Social Inc. and its principal, West Vancouver's Kyle Alexander Johnston, for multiple disclosure failures in its advertising. The BCSC claims that Stock Social posted favourable material on-line for several companies, but did not clearly state that the postings were disseminated on behalf of the companies. Mr. Johnston also arranged for several social media "influencers" to promote the stocks, the BCSC claims.

The allegations are contained in a brief notice of hearing that the BCSC released on Tuesday, Sept. 28. In addition to Mr. Johnston, the BCSC has named five public companies as respondents as well as representatives of those companies. The

companies are Bearing Lithium Corp., Hello Pal International Inc., ImagineAR Inc. (Formerly Imagination Park Entertainment, Inc.), MGX Minerals Inc. and Phivida Holdings Inc.

The case centres around investor relations work that Stock Social did for the five companies between August, 2016, to March, 2018. It prepared advertising that went out through several websites, generally written in the style of a news article, the BCSC says. The material appeared on Stock Social's website and other sites affiliated with it, according to the hearing notice.

The problem, as set out by the BCSC, is that the material did not follow the rules for promotional publications. It did not "clearly and conspicuously" state that the companies themselves were behind the advertising. (Such disclosure is mandatory for stock market advertising in most jurisdictions.) Some of the advertising did contain disclaimers, but the print of those disclaimers was in a small font, the BCSC contends.

The BCSC also complains about social media posts that Stock Social issued about some of the companies. According to the hearing notice, it hired social media influencers (people with a large following on social media services such as Twitter who will promote a posting for a fee). Those influencers received instructions on what to post and when, the BCSC says. As with the other advertising, this material failed to properly disclose the fact that the ads were done at the request of the companies, the BCSC contends.

The BCSC has not yet set a hearing date. Also named in the hearing notice are five individuals who had roles with the various companies during the period at issue. They are: Jeremy Poirier, president of Bearing Lithium; Ryan Johnson, who was in charge of corporate communications at Hello Pal; Chad McMillan, was a consultant to ImagineAR (Formerly Imagination Park Entertainment, Inc.) ; Jared Lazerson, the president of MGX; and John-David Belfontaine, the president of Phivida.

On January 31, 2023 the B.C. Securities Commission ruled that Stock Social Inc., an investor relations company that relied on social media "influencers," broke the rules with materials it distributed touting five listings. The materials, which were "singularly positive," failed to properly disclose that they were part of a paid promotion. Stock Social's largest customer, Canadian Securities Exchange listing MGX Minerals Inc., paid \$408,300 along with a \$40,000 (U.S.) fee for the touting, the BCSC says.

The findings apply to Stock Social as well its president, West Vancouver resident Kyle Alexander Johnston. There are no fines or other sanctions, as the BCSC will hold a separate hearing to determine the appropriate penalties.

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

**This section is not applicable to the Issuer.**

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

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common shares	12,905,315	Non-brokered Private placement	to enhance its SDK technology, sales, and marketing support, and develop AI integration proof of concept immersive AR activations
Warrants	12,905,315	Non-brokered Private placement	to enhance its SDK technology, sales, and marketing support, and develop AI integration proof of concept immersive AR activations

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

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

**This section is not applicable to the Issuer.**

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

**N/A**

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

On March 11, 2020, the World Health Organization declared the outbreak of the novel strain of coronavirus (“COVID-19”) a pandemic, which has resulted in governments worldwide enacting emergency measures to combat the spread of the virus.

These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown.

Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal

interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions.

It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods as well as the Company's ability to find new business opportunities, raise capital or restructure the Company's finances

## 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 6, 2023

Frances Murphy  
Name of Director or Senior  
Officer

**“Frances Murphy”**  
Signature  
Corporate Secretary  
Official Capacity

<b>Issuer Details</b> ImagineAR Inc.	For Month May 2023	Date of Report 23/06/06
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Vancouver, BC, V6C 2T7	Issuer Fax No. ( )	Issuer Telephone No. (604) 558-4300 (5)
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