

## FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: Netcoins Holdings Inc. (the "Issuer").

Trading Symbol: NETC

Number of Outstanding Listed Securities: 119,894,228

Date: March 5, 2019 (for the month ended February 28, 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.

#### **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.

Netcoins enables crypto transactions via a self-serve crypto purchase portal and 171,000+ retail locations across the world where consumers can simply walk into a store to buy crypto using cash, debit or credit. During the month of February, Netcoins partnered with Simplex to enable credit card payments for crypto purchase. Netcoins currently allows users to purchase crypto through its retail

network, prepaid vouchers and online with account funds (done via bank transfers, bill payments or wires).

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

Management is focused on developing software to better facilitate the purchase and sale of Bitcoin and other cryptocurrencies. The Issuer also operates an over-the-counter business of purchasing and selling cryptocurrencies.

Management's goal is to make cryptocurrencies accessible to the public through in-person purchases in as many quality locations as possible.

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 new products or services developed other than ongoing development of the software to better facilitate the purchase and sale of bitcoin. Management is in the process of rolling out and getting the point-of-sale marketing material to retail locations across Canada.

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 products discontinued.

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.

During the month of February 2019, Netcoins partnered with Simplex to enable credit card payments for cryptopurchases, effective immediately. Netcoins currently allows users to purchase crypto through its retail network, pre-paid vouchers and online with account funds (done via bank transfers, bill payments, or wires). This partnership with Simplex adds yet another payment method for users to select. New and existing Netcoins customers can now purchase crypto directly with their credit cards at Netcoins.app. Simplex is a licensed financial institution that provides an online fraud-free payment processing solution. Simplex enables merchants worldwide to accept credit card payments with zero exposure to chargeback risk.

During the month of February 2019, Netcoins was also selected by CryptoCanucks as their provider to enable CryptoCanucks.com users to easily and directly buy crypto with Fiat. Netcoins recently announced that it offers websites a turn-key solution for their visitors to buy crypto with fiat, allowing retail

consumers and investor clients to purchase over twenty different cryptocurrencies. CryptoCanucks.com is one of the first Canadian companies to offer this additional service to their users. CryptoCanucks.com is launching this co-branded service to give its community a more efficient way to purchase crypto. The service is expected to be live in 4-6 weeks.

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.

None to report

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.

None to report

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

See #5 above.

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.

No changes to report.

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

No changes to report.

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

No labour disputes.

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 Issuer is not a party to any legal proceeding.

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

The Issuer incurs trade payable in the normal course of its business. For further details, see the Issuer's periodic Financial Statements and accompanying management discussion and analysis filed on SEDAR and available under the Issuer's SEDAR profile at [www.SEDAR.com](http://www.SEDAR.com)

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

Security	Number Issued	Details of Issuance	Use of Proceeds (1)
N/A			

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

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

None.

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

No changes.

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 business involves certain risks and uncertainties that are inherent to the Issuer's industry. Please refer to the "Risk Factors" section of the Listing Statement dated February 28, 2018, which is available on the Canadian Securities Exchange's website at [www.thecse.com](http://www.thecse.com) and under the Issuer's SEDAR profile at [www.sedar.com](http://www.sedar.com). Please also refer to the "Financial Risk Factors" section of Netcoin's management discussion and analysis for the three and nine months ended September 30, 2018.

## 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 March 5, 2019.

Kevin Ma  
Name of Director or Senior  
Officer

/s/ Kevin Ma  
Signature

Chief Financial Officer  
Official Capacity

<b>Issuer Details</b>	For Month End	Date of Report
Name of Issuer	February 28,	YY/MM/D
Netcoins Holdings Inc.	2019	2019/03/05
Issuer Address: 488 – 1090 West Georgia Street		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Vancouver, BC, V6E 3V7	(604) 608-9110	(604) 687-7130
Contact Name	Contact Position	Contact Telephone No.
Kevin Ma	CFO	(604) 687-7130
Contact Email Address	Web Site Address	
<a href="mailto:info@gonetcoins.com">info@gonetcoins.com</a>	<a href="http://www.gonetcoins.com">http://www.gonetcoins.com</a>	