

## FORM 7

### MONTHLY PROGRESS REPORT

Name of Listed Issuer: Rubicon Organics Inc. (the "Issuer").

Trading Symbol: ROMJ

Number of Outstanding Listed Securities: 46,420,056

Date: September 2, 2020

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.

**August 19, 2020** – *The Company announced the voting results from its Annual General Meeting of the Shareholders (the "Meeting"), held by way of live audio webcast. The total number of common shares of Rubicon Organics ("Common Shares") represented by shareholders present during the live audio webcast and by proxy at the Meeting was 21,449,543 Common Shares, representing 46.9% of*

*the Company's total issued and outstanding Common Shares as of the record date. All of the matters put forward before shareholders for consideration and approval as set out in Rubicon Organics' management information circular for the Meeting dated July 13, 2020 were approved by the shareholders.*

*In addition, the Company has granted stock options for a total of 92,500 Common Shares to employees of the Company in accordance with the Company's equity incentive plan. The stock options are exercisable at \$3.33 per share for a period of five years from the date of grant.*

**August 26, 2020** – *The Company reported its financial results for the second quarter ended June 30, 2020 ("Q2 2020"). In the second quarter, Rubicon Organics earned \$1.0 million of net revenue which is an increase of 118% as compared to the first quarter. This increase in net revenue is attributable to higher sales volume through all distribution channels.*

*The Company reported an Adjusted EBITDA loss of \$2.5 million in Q2 2020, as compared to a loss of \$3.0 million in Q1 2020 and a loss of \$2.0 million in the prior year. The sequential improvement in Adjusted EBITDA is attributable to the increase in net revenue in Q2 described above and reflects relatively consistent cash operating expenses.*

*The Company reported a net loss of \$1.8 million in Q2 2020, as compared to a net loss of \$3.8 million in Q1 2020 and net loss of \$3.5 million in the prior year. The sequential improvement in profitability includes gains on changes in the fair value of the Company's cannabis assets.*

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

*Since March 2020, all cultivation compartments at the Delta Facility have been in cultivation and the Company has completed several harvests of cannabis flower. As of May 11, 2020, the Company's Delta Facility is fully licensed to cultivate, process and sell cannabis products from both its 125,000 sq. ft. hybrid greenhouse and 11-acre outdoor grow site for recreational and medical use.*

*As of June 18, 2020, the Company has direct supply agreements in place for British Columbia, Alberta and Ontario, and a distribution arrangement with Agro-Greens to continue to sell our cannabis products in Saskatchewan and Manitoba.*

*Rubicon has completed its ramp up phase and is now entering steady state production and is focusing on refining its processes and procedures and launching its innovation pipeline. Rubicon's focus now is the ramp up of its processing and packaging of its products for sale. The Company plans to invest further in its facility in 2020 with additional lights, capital equipment that assist with delivering high quality cannabis and those that deliver operating and cost efficiencies as well as a pilot scale outdoor grow site.*

*Given the COVID-19 pandemic, Rubicon has formed a COVID-19 Committee and it has reviewed all critical supplies for three-months of operations, and increased hygiene protocols such as hand washing, mask wearing when appropriate, social distancing and fever scanning. In the current environment, the Company has*

*prioritized risk-mitigation and business continuity planning for the safety of the team, community and maintenance of on-going operations.*

*On April 6, 2020, the Company announced its strategic exit from the US in order to focus exclusively on its Canadian operations. Management will continue to sell its remaining US assets and commence winding down its US entities over the coming months. Effective May 15, 2020, the Company terminated its lease on the extraction lab in Washington and sold all related cannabis extraction equipment, thereby ceasing all ancillary services to the cannabis industry in the US.*

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.

*None to report.*

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.

*None to report.*

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.

*None to report.*

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.

*None to report.*

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.

*None to report.*

- 10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.  
*The business continues to onboard new employees and contractors as planned in its growth and to deliver its business plan. Given the rapid growth of the Company and nature of site operations there are sometimes changes to more junior staff members.*
- 11. Report on any labour disputes and resolutions of those disputes if applicable.  
*None to report.*
- 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.  
*None to report.*
- 13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.  
*None to report.*
- 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>
<i>Common Shares</i>	<i>400,000</i>	<i>Exercise of 400,000 options by an Executive of the Company</i>	<i>General corporate and working capital purposes</i>
<i>Options</i>	<i>92,500</i>	<i>Options issued to various employees of the Company</i>	<i>n/a</i>

- 15. Provide details of any loans to or by Related Persons.  
*No changes to report.*
- 16. Provide details of any changes in directors, officers or committee members.  
*None to report.*
- 17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer’s market(s) or political/regulatory trends.  
*Please see the Company’s Annual Information Form dated July 27, 2020.*

## 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 September 2, 2020.

Margaret Brodie  
Name of Director or Senior  
Officer

(Signed) "Margaret Brodie"  
Signature

Chief Financial Officer  
Official Capacity

<b>Issuer Details</b> Name of Issuer	For Month End	Date of Report YY/MM/DD
Rubicon Organics Inc.	August 2020	20/09/02
Issuer Address 1200 Waterfront Centre 200 Burrard Street, PO Box 48600		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Vancouver, British Columbia V7X 1T2	N/A	+1 (437) 929-1964
Contact Name	Contact Position	Contact Telephone No.
Margaret Brodie	Chief Financial Officer	+1 (437) 929-1964
Contact Email Address info@rubiconorganics.com	Web Site Address https://rubiconorganics.com/	