

FORM 7

MONTHLY PROGRESS REPORT

Name of CNSX Issuer: Advantex Marketing International Inc. (the "Issuer" or the "Company").

Trading Symbol: ADX

Number of Outstanding Listed Securities: 265,392,507

Date: For the month of 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 the CNSX 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 CNSX.ca website.

This report is intended to keep investors and the market informed of the Issuer's on-going 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 CNSX 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.

Business Segments

Merchant Cash Advance (“MCA”) is the primary source of Company revenues. The revenue from MCA, the working capital product, is the discount at which the Company has purchased merchants’ future cash flows and it is earned as the Company collects the cash flows over the contracted term. The collection is a fixed contracted amount either once or twice a week over contracted term. The revenue from MCA is dependent on the amount of working capital deployed with merchants, the discount at which merchants’ future cash flows are purchased by the Company, the number of merchants, and the Company’s ability to collect the future cash flows.

The Company operates its loyalty marketing business in partnership with Aeroplan Inc. This is the Company’s secondary business. Here the Company is a re-seller of aeroplan points to merchants’ who use the points for marketing their businesses. The Company earns its revenue in the Aeroplan program from selling consumer rewards, at an agreed price per consumer reward, to participating merchants. Revenues from the Aeroplan program reflect the number of participating merchants, mix of merchants (larger merchants expected to have higher issuance of consumer rewards vs smaller merchants but larger merchants have better rate per consumer reward vs smaller merchants), traffic of aeroplan members completing purchases at participating merchants and level of engagement of participating merchants in the program. The term of the agreement with Aeroplan Inc. was due to expire April 30, 2019. It has been through several extensions, the most recent being extension until May 31, 2023 which was disseminated via news release dated April 13, 2023.

A fuller detail on the Company’s business and revenues is available in its annual and interim filings available under the Company’s profile on www.sedar.com, its web-site www.advantex.com, and under its profile on the CSE.

The maintenance and growth of company’s MCA portfolio is essential to bring financial stability.

Business Context

The emergence of pandemic, and the resulting public health restrictions from March 2020 until February 2022 was a period of financial stress for the Company and its customers. Since early in calendar 2022 the inflationary and rising interest rate environment added uncertainty to the operating environment for small independent merchants (the Company’s target market for its products) and the Company.

The Company’s customers operate across Canada and are small independent merchants primarily restaurants and hospitality. The financial stress at its customers impacted the Company’s revenues and consequently its working capital and liquidity position. During the period since March 2020 until the complete lifting of public health restrictions the Company took measures to cut-back on costs, avail government subsidies, supported its customers to the extent it could given its financial situation, and relied on the support of its financial and operational partners.

In March 2021 the Company raised \$250,000 by issuing 9% Non-convertible debentures payable (“debentures”). The funds were used to bring the Company back into regulatory compliance and general corporate purposes. In September 2021 the Company raised \$1.0 million by issuance of debentures. The Company also issued common shares as part of the funds raise. The funds were used to re-build the Company’s MCA business, stabilize its financial position and for general corporate purposes. Additional details connected to the \$250,000 and \$1.0 m raise are available in the Company’s filings which are available under its profile on www.sedar.com, its web-site www.advantex.com, and under its profile on the CSE.

The Company raised \$150,000 during March 2022 by issuing debentures. Common shares were issued as part of the transaction. The proceeds of the \$150,000 were utilized to stabilize the Company’s financial position, fund its MCA business and for general corporate purposes. Additional details on the transaction are available in the Company’s filings which are available under its profile on www.sedar.com, its web-site www.advantex.com, and under its profile on the CSE.

In March 2022 the Company announced an extension to its agreement with Accord Financial Inc. (“Accord”). The line of credit facility provided by Accord is an important component of the MCA business (see below paragraph and response to Question 13 in this document). Additional details on the line of credit facility are provided in the Company’s annual and interim filings available under the Company’s profile on www.sedar.com, its web-site www.advantex.com, and under its profile on the CSE.

The Company utilizes loan payable to fund 90% of each dollar of advances given to merchants under its MCA program (see response to Question 13 for additional information on loan payable). The Company funds the 10% from its own cash resources which necessitates one of the requirements for additional general working capital. The Company needs access to additional general working capital in the form of either debt and or equity. Thus, general working capital is required to 1) re-build its existing MCA portfolio to level immediately prior to pandemic and then expand it, and 2) meet operating costs/requirements and meet its obligations as they fall due.

During three months ended September 30, 2022 and subsequent period to December 2022 the Company had diminished capacity, for want of capital, to meet its above referred 10% share leading to decline in MCA portfolio and hence revenues. This adversely impacted working capital and liquidity position.

During January 2023 the Company completed a financing via issuance of \$600,000 Senior Secured 9% Non-secured Debentures (“January 23 Debentures” or “debentures”). For subscribing to the January 23 Debentures, the subscribers were issued 12 m common shares of the Company. The transaction was with related parties. The above financing was culmination of the past several months process of seeking general working capital to meet its urgent requirements to continue operations – meet its obligations as they fall due and meet operational

needs including re-build of its MCA portfolio. With this transaction the aggregate amount outstanding of debentures is in the principal amount of \$7,759,000.

On April 21, 2023, the Company announced raise of \$400,000 of working capital by way of issuance of secured non-convertible debenture ("April 23 Debenture") bearing interest at 12% per annum payable semi-annually, maturing October 10, 2025, and ranking pari passu on security with the debentures in the aggregate principal amount of \$7,759,000 which bear interest at 9% per annum and mature on December 31, 2025. There was no issuance of common shares of the Company to the purchaser of the April 23 Debenture. This transaction was with a non-related party which is at arm's length with the Company. The proceeds to be utilized to re-build its MCA business, stabilize the Company's financial position, and for general corporate purposes.

The Company's audited consolidated financial statements for fiscal year ended June 30, 2022, interim consolidated financial statements for three months ended September 30, 2022, interim consolidated financial statements for three and six months ended December 31, 2022, and interim consolidated financial statements for three and nine months ended March 31, 2023 carry Going concern note.

Development of Business and Operations

During May 2023 the Company was focused on building its MCA portfolio and its Aeroplan program.

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

Management were focused on activities described under Development of Business and Operations in response to Question 1.

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 change during May 2023.

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 change during May 2023.

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.

No change during May 2023.

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.

The current extension with Aeroplan ended May 31, 2023. The Company expects to sign a multi-year agreement with Aeroplan. In the interim the Company shall continue its re-seller activities under the Aeroplan program per agreement of April 2019 and its expired extension to May 31, 2023.

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 provides details of the relationship.

No change during May 2023.

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

The Company's agreements with merchants participating in its MCA program, described in response to Question 1, have between six to eighteen month terms, generally twelve months, and at the end of the term are renewable at the sole discretion of the Company. The Company's agreements with merchants participating in the Aeroplan program are generally of twelve month term and renew at end of the term for additional terms of twelve months unless either party terminates, per the terms and conditions of the agreement, prior to the end of the term.

The Company's sales staff has the role of acquiring new merchants and maintaining relationship with existing customers.

The Company's customers are small independent merchants. This market has seen significant financial stress due to pandemic, inflation and high interest rates and the Company has lost and expects to lose customers due to closure of businesses. The expected loss of merchants' is described in the Company's audited financial statements filings during fiscal year ended June 30, 2022 and June 30, 2021 – Note 10 a – Credit risk, interim financial statements for three months ended September 30, 2022, three and six months ended December 31, 2022, and three and nine months ended March 31, 2023. The Company will be monitoring developments as it relates to credit risk/collection of amounts due from merchants under its MCA program.

The Company's ability to re-build its MCA portfolio to pre pandemic level and expand it is dependent on availability of capital at the Company (see response to Question 1 for additional details), and business confidence in the independent merchant community during the current economic environment.

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 Company's activities.

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

No change during May 2023.

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

Not applicable – None.

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.

From time to time, the Company is party to legal proceedings arising out of the normal course of business. The results of these litigations cannot be predicted with certainty, and the Company is of the opinion that the outcome of these types of proceedings is generally not determinable.

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

The loan payable is a line of credit facility provided by financial partner Accord (see response to Question 1). The line of credit facility limit is \$8.5 million. The balance on loan payable at March 31, 2023 is \$5.0million.

As at May 31, 2023 an aggregate principal amount \$7.759 million was due to holders of debentures. These debentures are the source of general working capital for the Company.

As at May 31, 2023 an aggregate principal amount \$400,000 was due to holder of April 23 Debenture. General working capital. Described in response to Question 1.

Additional details on loan payable and debentures are available in the Company's audited consolidated financial statements for fiscal year ended June 30, 2022, interim financial statements for three months ended September 30,

2022, three and six months ended December 31, 2022, and three and nine months ended March 31, 2023 which are available under its profile on www.sedar.com, on its website www.advantex.com, and under its profile on CSE.

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

No change during May 2023.

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

Information on Company's 9% Non-convertible debentures payable held by related persons is available in the interim consolidated financial statements for three and nine months ended March 31, 2023 which are available under its profile on www.sedar.com, on its website www.advantex.com, and under its profile on CSE.

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

No change during May 2023.

The Company's annual general meeting of shareholders is scheduled for June 13, 2023.

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

Trends, risks and uncertainties are noted under "General Risks and Uncertainties", "Economic Dependence", and "Working Capital and Liquidity Management" in the Company's MD&A for the three and nine months ended March 31, 2023, filed on May 30, 2023, which is available under the Company's profile on www.sedar.com, on the Company's web-site www.advantex.com, and under its profile on CSE. The Company's audited consolidated financial statements for fiscal year ended June 30, 2022, interim consolidated financial statements for the three months ended September 30, 2022, interim consolidated financial statements for three and six months ended December 31, 2022, and interim financial statements for three and nine months ended March 31, 2023 carry a Going concern note.

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 CNSX 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 CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: June 2, 2023.

Mukesh Sabharwal
Name of Director or Senior
Officer

"Mukesh Sabharwal"
Signature

Vice - President and CFO
Official Capacity

Issuer Details		For Month End	Date of Report
Name of Issuer		YY/MM/DD	
Advantex Marketing International Inc.		May 2023	23/06/02
Issuer Address			
100 King Street West			
Suite 1600			
City/Province/Postal Code		Issuer Fax No.	Issuer Telephone No.
Toronto, Ontario		(905) 946 2984	(905) 470 9558
M5X 1G5			
Contact Name		Contact Position	Contact Telephone No.
Mukesh Sabharwal		Vice - President and CFO	416 560 5173
Contact Email Address		Web Site Address	
Mukesh.sabharwal@advantex.com		www.advantex.com	