# FORM 7

# MONTHLY PROGRESS REPORT

Name of Listed Issuer:	Ciscom Corp.	(the "Issuer").
Trading Symbol: <u>CISC</u>		
Number of Outstanding Liste	ed Securities: <u>53,563,833</u>	
Date: May 5, 2024 (for Apr	ril 2024)	

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.

The Issuer continued the development and growth of the two businesses it has acquired to date, namely Prospect Media Group and Market Focus Direct, and continues to review potential further acquisitions.

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

Management of the Issuer focused on the continued growth of Prospect Media Group and Market Focus Direct as noted above and is pursuing potential acquisitions.

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.

## Not applicable.

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.

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.

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.

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.

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

#### Not applicable.

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.

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

Not applicable

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

As announced in the Company's news release of January 16, 2024, the Company's ex-CEO filed a statement of claim for wrongful dismissal. The Company and Prospect Media Group Ltd. (subsidiary of the Company) filed a notice of intent to defend the claim with the Superior Court of Justice of Ontario. On March 7, 2024, the ex-CEO filed an amended statement of claim for wrongful dismissal. The Company does not consider these procedural developments material. Further announcements may be made as and if this matter proceeds, in accordance with applicable securities law.

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.

As announced in the Company's news release of January 16, 2024, the Company filed a statement of claim with the Superior Court of Justice of Ontario against its ex-CEO for the repayment of debt due and owing pursuant to a loan extended by the Company to the ex-CEO. The Company has demanded repayment of the loan and, to date, the ex-CEO has failed to repay. As of April 30, 2024 the amount due is \$206,737. Further announcements may be made as this matter proceeds, in accordance with applicable securities law.

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

Not applicable except for the monthly repayment of debt owed to HSBC pursuant to the terms of an existing credit facility, in the ordinary course of business.

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Stock Options	250,000	Exercisable for a period of 5 years at a price of \$0.10. One stock option for one common share.	Not applicable

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

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

On March 4, 2024, the Issuer announced that it had implemented a shareholder rights plan (the "Plan") effective immediately, whereby ten rights have been issued and attached to each Common Share issued and outstanding. Ten rights will also automatically attach to each Common Share issued thereafter. Subject to the terms of the Plan and to certain exceptions provided therein, the rights will become exercisable in the event that any person, together with joint actors, attempts to acquire or announces its intention to acquire 25% or more of the Company's outstanding Common Shares without complying with the "Permitted Bid" provisions of the Plan or in circumstances where the application of the Plan is not waived in accordance with its terms (the "Triggering Event"). After the Triggering Event,

holders of the rights (other than the bidder and its related parties) will be permitted to exercise their rights to purchase additional Common Shares for \$0.00001 per share, which is expected to be satisfied through the payment of a dividend to each shareholder at the time of the Triggering Event.

On March 8, 2024, the Issuer formally alerted the Ontario Securities Commission ("OSC") of its concerns regarding DLT Resolution's ("DLT") alleged share ownership increase as both unqualified and unlawful, raising serious concerns about the accuracy of DLT's public disclosures. The Issuer strongly disputed DLT's reported percentage ownership, citing discrepancies with the current records of shares held in escrow, brokerages, and at TSX Trust. The Issuer also highlighted that if DLT's share ownership has increased, it has failed to comply with the necessary early warning, takeover bid regulations, and SEDI reporting requirements in relation to any such increase, all of which are crucial for shareholder protection. The Issuer understands that the OSC is currently reviewing this matter.

On March 13, 2024, the Issuer announced that it was considering triggering the Plan, strongly cautioned its shareholders in any dealings with DLT. The issuer advised shareholders against tendering their shares to DLT, given the risk of substantial value dilution and the Issuer's serious concerns about DLT's adherence to legal and regulatory requirements.

On May 4, 2024, following the OSC investigation and the fact that securities' law requirements were not followed, DLT announced that it had elected to unwind in full the share exchange it had initiated. DLT also announced that it was initiating a new share exchange bid. More information to follow as details become available.

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

See question 12 above.

- 16. Provide details of any changes in directors, officers or committee members. *Not applicable.*
- 17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

As a junior company, there are various trends that could impact the Issuer. Please refer to the prospectus of the Issuer filed under the Issuer's profile on both the website of the CSE and <u>www.sedarplus.ca.</u>

## **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 <u>May 5, 2024</u>

Michel Pepin Name of Director or Senior Officer

<u>signed "Michel Pepin"</u> Signature

President and CFO Official Capacity

<i>Issuer Details</i>	For Month	Date of Report
Name of Issuer	End	YY/MM/DD
Ciscom Corp.	April 2024	2024/05/05
Issuer Address 20 Bay Street, Suite 1110		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Toronto, ON M5J 2N8	416.352.5094	416.366.9727
Contact Name Michel Pepin	Contact Position President and CFO	Contact Telephone No. 416.569.3857
Contact Email Address	Web Site Address	
mpepin@ciscomcorp.com	https://ciscomcorp.com	