

FORM 7

SEPTEMBER MONTHLY PROGRESS REPORT

Name of CSE Issuer: *MOUNTAIN VALLEY MD HOLDINGS INC. (“MVMD” or the “Company”).*

Trading Symbol: *MVMD*

Number of Outstanding Listed Securities (as at September 30, 2022): 329,653,424

Date: October 5, 2022

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.

SIGNIFICANT PROJECTS

MVMD continued throughout the month of September 2022 with its previously announced significant projects. Please refer to prior monthly progress reports and MVMD’s disclosure record on SEDAR for additional information.

On September 13, 2022, MVMD announced the commencement of commercial sales and marketing of Agrarius, a certified organic product owned by Agrarius Corp. (“AC”), a private US corporation. The product is designed to be applied to agricultural crops to naturally increase yields, reduce fertilizer usage, and increase general resilience to pests and climate change.

Agrarius works by activating the plants’ “defence mechanisms” at the cellular level, without the actual stress factor. The intended effect of Agrarius is that treated plants grow deeper roots and open up their foliage to optimize the effect of photosynthesis, thus increasing growth hormones, plant efficiency for water use and nutrients, decreasing the requirement of fertilizer where used, and increasing overall resistance to diseases and stressed climate conditions.

MVMD, an authorized reseller of Agrarius products, is facilitating sales and marketing of Agrarius through its wholly owned and developed website IncreaseCropYields.com, including translation for Spanish and Portuguese languages. The website presents intended product benefits, enables clients to calculate crop-specific ROI, and facilitates product purchases and customer onboarding through a robust CRM pathway post-purchase.

In August 2020, the Company had announced the execution of a supply and license agreement with Agroresults Inc. (“AR”), the parent company of AC, which provided for the sale, marketing and distribution by MVMD of the novel agricultural technology under

MVMD's own brand. Prior to this, in November 2019, MVMD had also made an early investment of CAD \$100,000 into AR in the form of a convertible debenture. The parties have agreed to expand their arrangement to grant MVMD a non-exclusive, worldwide license to sell and market AC's technology under the Agrarius brand, as an authorized reseller.

Agrarius technology enables direct plant communication by mimicking naturally occurring organic molecules that correspond to various plant survival instincts, which improves the natural defence mechanisms of the plant to overcome environmental stresses. Agrarius works by sending signals that a plant understands and propagates through it's roots and mycelial networks, allowing nearby plants to benefit from the signals naturally while reducing the actual amount of product that is used on a field. These signals literally tell plants how to grow, subsequently increasing yields, volatility resistance, and growth speeds.

MVMD believes its first-mover advantage with Agrarius presents a significant opportunity given the rapidly changing global agricultural landscape due to mass fertilizer shortages, population growth, and urban sprawl limiting available farmlands. As cited by POLITICO¹, United Nations officials are voicing concerns regarding the mounting crisis for fertilizers as vulnerable countries in areas such as Africa grapple with prices that have soared by 300 percent in the war between Russia and Ukraine began. The article noted that "the African Development Bank said in May this year that 'many African countries have already seen price hikes in bread and other food items,' warning that 'if this deficit is not made up, food production in Africa will decline by at least 20% and the continent could lose over \$11 billion in food production value.'"

The World Bank² projects that "climate change could cut crop yields, especially in the world's most food-insecure regions", placing more emphasis on the need for yield increases and overall plant resistance. Additionally, Research Gate³ has documented the impact of increasing soil degradation and fertilizer efficiency due to chemical-heavy processes and deforestation – estimating a \$400B per year loss in soil and nutrients.

In addition to the Company's internal field tests, AC has tested the plant stimulant technology across all major agricultural crops and has conducted over 200 global field trials to validate its effectiveness. Agrarius is delivered in a liquid concentrate form that gets mixed with water at the point of application and then applied via sprayer to the plant twice during a plant's lifecycle.

Agrarius received organic certification through the Organic Materials Review Institute (OMRI). OMRI is a non-profit organization that provides an independent review of products, such as fertilizers, pest controls, livestock health care products, and numerous other inputs that are intended for use in certified organic production and processing. OMRI reviews products against organic standards and once approved, acceptable products appear on the OMRI Products Lists[©] on their company website at [omri.org](https://www.omri.org).

Referenced sources

1POLITICO - 'Enormous' fertilizer shortage spells disaster for global food crisis

<https://www.politico.eu/article/fertilizer-soil-ukraine-war-the-next-global-food-crisis/>

2World Bank – Climate Change

<https://www.worldbank.org/en/topic/climatechange/overview>

3Research Gate - Where did the soil go?

https://www.researchgate.net/publication/340802174_Where_did_the_soil_go_Quantifying_one_year_of_soil_erosion_on_a_steep_tile-drained_agricultural_field

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

See No. 1.

The Company also held its annual general meeting of shareholders on September 29, 2022.

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.

See No. 1 regarding Agrarius.

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.

N/A

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 No. 1 regarding Agrarius.

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.

N/A

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.

N/A

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

See No. 1 regarding Agrarius.

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.

N/A. Patent work is ongoing.

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

N/A

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

N/A

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.

N/A

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

N/A

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

N/A

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

N/A.

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

Readers should refer to MVMD's disclosure documents filed on SEDAR for information regarding trends and risks MVMD faces. A few of these include the following:

- *The Company is an early-stage company currently developing its technologies with the intention to license to third parties. The likelihood of success of the Company's business plan must be considered in light of the problems, expenses, difficulties, complications and delays frequently encountered in connection with developing and expanding early-stage businesses. The Company is and will continue for the foreseeable future to be in the process of evaluating and/or testing and/or studying a number of technologies and must make determinations from time to time as to which projects it will continue to develop depending on a number of factors. The Company may decide to abandon certain projects that management determines not to be feasible or in the best interests of the Company. With respect to any particular project, the Company cannot predict whether any pre-clinical or clinical trials will begin or be completed as planned, will need to be restructured, will be completed on schedule, or will be successful. As an early-stage biotech company engaged in research and development, MVMD expects to spend a substantial amount of money to continue the research, development, testing and the preparation of its technology for licensing and commercialization, without any meaningful corresponding revenues unless and until it is able to secure the agreements for licensing/commercialization. To date, the Company has generated no revenue, however management believes the Company has sufficient cash and working capital to fund its current projects, as contemplated in this report and its disclosure documents, with excess cash and working capital to explore additional potential projects that may be beneficial for the Company to undertake.*
- *The Company's operations could be adversely affected by the effects of the Russia/Ukraine crisis and the effects of sanctions imposed against Russia or that country's retributions against those sanctions, embargos or further-reaching impacts upon energy prices, food prices and market disruptions. The Company cannot accurately predict the impact the crisis will have on its operations and the ability of contractors to meet their obligations with the Company, including uncertainties relating the severity of its effects, the duration of the conflict, and the length and magnitude of energy bans, embargos and restrictions imposed by governments. In addition, the crisis could adversely affect the economies and financial markets of Canada and in general, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations. Additionally, the Company cannot predict changes in commodities pricing which may alternately affect the Company either positively or negatively.*
- *The continued impact of COVID-19 may have adverse impacts on the Company, including, among others:*
 - *volatility in the global capital markets, which may increase cost of capital and adversely impact access to capital;*
 - *continued impacts on workforces throughout the regions in which COVID-19 is present, which may result in delays in completing studies/trials;*

- *supply chain disruptions which could impact pricing and the ability to procure materials for research and development work;*
- *increase in costs to complete studies, including the potential requirement to redo certain studies.*

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: October 5, 2022

"Dennis Hancock"

President & Chief Executive Officer

<i>Issuer Details</i>		
Name of Issuer	For Month	Date of Report
<i>MOUNTAIN VALLEY MD HOLDINGS INC.</i>	<i>September 2022</i>	YY/MM/D <i>2022/10/05</i>
Issuer Address		
<i>260 Edgeley Blvd., Unit 4,</i>		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
<i>Vaughan, ON L4K 3Y4</i>	<i>N/A</i>	<i>647 725-9755</i>
Contact Name	Contact Position	Contact Telephone No.
<i>Dennis Hancock</i>	<i>President & CEO</i>	<i>647 725-9755</i>
<i>info@mvmd.com</i>	<i>www.mountainvalleymd.com</i>	