

## FORM 7

### MONTHLY PROGRESS REPORT

Name of CNSX Issuer: Umbral Energy Corp. (the "Issuer").

Trading Symbol: UMB

Number of Outstanding Listed Securities: 38,145,972

Date: December 1<sup>st</sup>, 2014

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 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 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.

**The Company is currently listed as a junior resource issuer, having mineral exploration projects. The Company is considering other activities to increase shareholder value, including non-resource projects. The Company is conducting diligence in regards to the commercial cultivation of marijuana under the newly established Health Canada regulations pertaining to the cultivation of marijuana for medical purposes. While the Company is conducting diligence and having exclusive discussions and**

negotiations with respect to medical marijuana opportunity, no agreement in principle or otherwise has been entered into with any party and there is no assurance that the Company will acquire any agriculture-related assets, directly or indirectly. In addition the Company has a mineral exploration project in Quebec, Canada as well as an oil and gas project in Alberta, Canada

2. Provide a general overview and discussion of the activities of management.  
**During the preceding month, management primarily focused on the evaluation of new projects and on general administrative issues**

**November 20, 2014 PhyeinMed Inc. ("PhyeinMed") the operating company of Umbrals acquisition target 1005477 BC Ltd. ("1005477 BC"), has submitted an application for a MMPR Licence. On October 30, 2014, the Company announced an intended acquisition of 100% of the shares of 1005477 BC, which has acquired 50% equity in PhyeinMed, a company which intends to become a grower and distributor of medical marijuana in Canada. PhyeinMed is now equally owned by 1005477 BC and Estek Ventures Corp.**

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**

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 drilling, exploration or production programs were amended or abandoned during the preceding month.**

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 for the preceding month.**

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 for the preceding month.**

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 for the preceding month.**

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

**Not applicable for the preceding month.**

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.

**There were no new developments or effects on intangible products**

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

**None.**

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

**None.**

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

**None.**

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<sup>(1)</sup></b>
<b>Common shares</b>	<b>243,000</b>	<b>Exercise of options</b>	<b>\$14,580 allocated to general working capital</b>

*(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.

**None.**

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

**a. Board of Directors has approved the Company's plan to enter the medical marijuana business and its general plan to diversify its business into other industry sectors outside of the mining resource sector with a view of creating value for shareholders. The Company confirms that the Acquisition is not a Fundamental Change, as defined in Policy 8 of the Canadian Securities Exchange. However, if the Acquisition results in a Fundamental Change, the approval of the**

Company's shareholders is required. There can be no assurance that the Acquisition or any other transactions for the Company's prospective projects in the medical marijuana industry will be successfully completed.

- b. All of the properties on which the Issuer will own or on which the Issuer will have an option to earn an interest will be in the exploration stage only and will be without known bodies of commercial ore or minerals. Development of the any of the properties will only follow upon obtaining satisfactory results of property assessment.
- c. Mineral exploration and development involves a high degree of risk and few properties which are explored are ultimately developed into producing mines. There is no assurance that the Issuer's exploration and development activities will result in any discoveries of commercial bodies or ore or minerals. The long-term profitability of the Issuer's operations will be in part directly related to the cost and success of its exploration and subsequent evaluation programs, which may be affected by a number of factors. These include the particular attributes of the mineral deposit including the quantity and quality of the ore, proximity to or cost to develop infrastructure for extraction, financing costs, mineral prices and the competitive nature of the industry.
- d. Governmental regulations including those relating to prices, taxes, royalties, land tenure and use, the environment and the importing and exporting of minerals are of key importance to the Issuer. The effects of these factors cannot be accurately predicted, but any combination of them may result in the Issuer not receiving an adequate return on invested capital.
- e. Substantial expenditures are also required to establish reserves, to develop processes to extract the resources and, in the case of new properties, to develop the extraction and processing facilities and infrastructure at any site chosen for extraction. In the absence of cash flow from operations, the Issuer relies on capital markets and joint venture partners to fund its exploration and evaluation activities. There can be no assurance that adequate funding will be available for these purposes when required.

## 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 **December 2<sup>nd</sup>, 2014.**

**Jag Bal**

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Name of Director or Senior Officer

**“Jag Bal:**

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Signature

**President & CEO**

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Official Capacity

<b><i>Issuer Details</i></b> Name of Issuer <b>Umbral Energy Corp.</b>	For Month End <b>November</b>	Date of Report YY/MM/D <b>14/12/02</b>
Issuer Address <b>929 Mainland Street</b>		
City/Province/Postal Code <b>Vancouver, BC V6B 1S3</b>	Issuer Fax No. <b>(604) 628-0129</b>	Issuer Telephone No. <b>(604) 628-1767</b>
Contact Name <b>Andrew Prowse</b>	Postion <b>Admin</b>	Contact Telephone No. <b>(604) 628-1767</b>
Contact Email Address <a href="mailto:info@umbralenergy.com">info@umbralenergy.com</a>	Web Site Address <a href="http://www.umbralenergy.com">www.umbralenergy.com</a>	