

## FORM 5

### QUARTERLY LISTING STATEMENT

Name of Listed Issuer: XTM Inc. (the "Issuer").

Trading Symbol: PAID

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities Act*, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement 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 Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

#### **General Instructions**

- (a) Prepare this Quarterly Listing Statement 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 following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Listed 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.

There are three schedules which must be attached to this report as follows:

#### **SCHEDULE A: FINANCIAL STATEMENTS**

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

## **SCHEDULE B: SUPPLEMENTARY INFORMATION**

The supplementary information set out below must be provided when not included in Schedule A.

### **1. Related party transactions**

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
- (e) Contractual obligations with Related Persons, separate from other contractual obligations.
- (f) Contingencies involving Related Persons, separate from other contingencies.

Related Party	Relationship	Description of Transactions	Recorded Amount of Transaction	Amt due to or from Related Party	Contractual Obligation	Contingency involving Related Party
2550214 Ontario	Entity controlled by CEO	N/A	N/A	Due from \$217,590	Non-interest bearing loan	None
2427090 Ontario	Entity controlled by CEO	N/A	N/A	Due from \$105,945	Non-interest bearing loan	None
Marilyn Schaffer	CEO	N/A	N/A	Due to \$60,838	Non-interest bearing loan	None
Marilyn Schaffer	CEO	N/A	N/A	Due to \$53,411	Deferred Salary	None

## 2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
April 1, 2023	RSUs	Executive compensation	2,500,000	\$0.155	\$387,500	Shares	Executive	\$ -
April 5, 2023	RSUs	Executive compensation	500,000	\$0.185	\$92,500	Shares	Executive	\$ -

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
April 1, 2023	2,000,000	Executive	Employee grants	\$0.16	April 1, 2026	\$0.16

### 3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,
- (b) number and recorded value for shares issued and outstanding,
- (c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and
- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

	Shares Outstanding	Escrow
Common Shares	171,854,337	-
Restricted Stock Units	3,325,000	-

	Shares Outstanding	Exercise Price
Stock Options	3,326,500	\$0.16

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	Shares Outstanding	Exercise Price
Warrants	21,523,256	\$0.65
Broker Warrants	1,721,860	\$0.65

**4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

	Position	Date of Appointment
Olga Balanovskaya	Director	September 2022
Randy Khalaf	Director	May 2021
Keith McKenzie	Director	September 2022
Marilyn Schaffer	Officer and Director	December 2005
Chad Arthur	Officer	August 2020

## **SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS**

Provide Interim MD&A if required by applicable securities legislation.

[Attached](#)

### **Certificate Of Compliance**

The undersigned hereby certifies that:

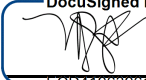
1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly 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 5 Quarterly Listing Statement is true.

Dated August 28, 2023.

Marilyn Schaffer  
Name of Director or Senior Officer

DocuSigned by:  
  
Signature

CEO  
Official Capacity

<b>Issuer Details</b> Name of Issuer		For Quarter Ended	Date of Report YY/MM/D
Issuer Address			
City/Province/Postal Code		Issuer Fax No. ( )	Issuer Telephone No. ( )
Contact Name		Contact Position	Contact Telephone No.
Contact Email Address		Web Site Address	