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## OFFERING DOCUMENT UNDER THE LISTED ISSUER FINANCING EXEMPTION

December 12, 2023



**TENET FINTECH GROUP INC.**  
(the “Issuer”, “Tenet”, “we” or “our”)

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**SUBSCRIPTION PRICE \$0.20 PER UNIT**

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### PART 1 SUMMARY OF OFFERING

#### What are we offering?

<b>Offering:</b>	Units (“Units”) of the Issuer, with each Unit being comprised of one common share of the Issuer (a “Share”) and one common share purchase warrant (a “Warrant”). Each Warrant will be exercisable to acquire one additional Share (each a “Warrant Share”, and together with the Units, Shares and Warrants, the “Securities”) at an exercise price of \$0.40 for a period of 24 months from the date of issuance thereof.
<b>Offering Price:</b>	\$0.20 per Unit.
<b>Offering Amount:</b>	Up to 24,000,000 Units (the “Equity Unit Offering”) for gross proceeds of up to \$4,800,000 pursuant to the Listed Issuer Financing Exemption (“LIFE”). Please note the Issuer is concurrently conducting an additional financing not utilizing the LIFE for gross proceeds of up to \$5,200,000 of CD Units (as defined below) (the “CD Unit Offering” and together with the Equity Unit Offering, the “Offering”) for maximum gross proceeds of \$10,000,000 (the “Maximum Offering”). Only the Equity Unit Offering will be completed pursuant to the LIFE and the sale of any Units pursuant to the Equity Unit Offering is subject to the Issuer raising minimum gross proceeds of \$7,500,000 in any combination of Units and CD Units (the “Minimum Offering”).
<b>The Agent:</b>	The Issuer has entered into an engagement letter with Research Capital Corporation to act as lead agent and sole bookrunner (the “Agent”) in the Equity Unit Offering. The Units will be

	offered and sold pursuant to an agency agreement (the “ <b>Agency Agreement</b> ”) to be entered into between the Issuer and the Agent.
<b>Closing Date:</b>	In one or more closings, with the initial closing of the Offering expected to occur on or around December 22, 2023, or such other date as may be agreed between the Issuer and the Agent, except that the final closing of the Equity Unit Offering shall be no later than the 45 <sup>th</sup> day after the date of the news release of the Issuer announcing the Equity Unit Offering. On each such closing date (a “ <b>Closing Date</b> ”), Units will be issued against receipt of funds.
<b>Exchange:</b>	The Shares of the Issuer are listed on the Canadian Securities Exchange (the “ <b>Exchange</b> ”), under the symbol “PKK”. The Warrants are not and will not be listed on any stock exchange.
<b>Last Closing Price:</b>	The closing price of the Shares on the Exchange on December 11, 2023, was \$0.155.
<b>Description of Shares:</b>	<p>The holders of Shares are entitled to: (i) receive dividends as and when declared by the board of directors of the Issuer (the “<b>Board</b>”), out of the moneys properly applicable to the payment of dividends, in such amount and in such form as the Board may from time to time determine; (ii) in the event of the dissolution, liquidation or winding-up of the Issuer, whether voluntary or involuntary, or any other distribution of the assets of the Issuer among its shareholders for the purpose of winding-up its affairs, receive the remaining property and assets of the Issuer; and (iii) receive notice of and to attend all meetings of the shareholders of the Issuer and to have one vote for each Share held at all meetings of the shareholders of the Issuer, except for meetings at which only holders of another specified class or series of shares of the Issuer are entitled to vote separately as a class or series.</p> <p>Shares issued to investors will be issued in either certificated form or, at the discretion of the Issuer, the Shares may be issued in uncertificated form, in which case the purchaser will receive a “direct registration system” (or DRS) advice instead of a physical certificate for the Shares.</p>
<b>Description of Warrants:</b>	<p>Each Warrant will entitle the holder to acquire, subject to adjustment in certain circumstances, one Warrant Share at an exercise price of \$0.40 per share until 5:00 p.m. (Toronto time) on the date that is 24 months following the date of issuance thereof, after which time the Warrants will be void and of no value. The terms and conditions which govern the Warrants will be contained in the certificates representing the Warrants (the “<b>Warrant Certificates</b>”) and will, among other things, provide for adjustment in the number of Warrant Shares issuable upon the exercise of the Warrants and/or the exercise price per Warrant Share upon the occurrence of certain customary events.</p> <p>No fractional Warrant Shares will be issuable to any holder of Warrants upon the exercise thereof, and no cash or other consideration will be paid in lieu of fractional Warrant Shares. The holding of Warrants will not make the holder thereof a shareholder of the Issuer or entitle such holder to any right or interest in respect of the Warrants except as expressly provided in the Warrant Certificates. Holders of Warrants will not have any voting rights or any other rights of a holder of Shares.</p> <p>Warrants will be issued in certificated form.</p>

***No securities regulatory authority or regulator has assessed the merits of these Securities or reviewed this document. Any representation to the contrary is an offence. This Equity Unit Offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.***

***The Securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any U.S. state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, any U.S. person or any person in the United States, absent an exemption from the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws. The Warrants***

*will not be exercisable by, or on behalf of, a person in the United States or a U.S. person unless exemptions from the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws are available at the time of exercise. Certain Securities will be “restricted securities” within the meaning of Rule 144 under the U.S. Securities Act subject to certain restrictions on transfer set forth therein, and will be represented by definitive certificates or other instruments bearing a legend (a “U.S. Legend”) regarding such restrictions, if: (a) issued to, or for the account or benefit of, a U.S. person or a person in the United States pursuant to exemptions from the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws, or (b) issued after September 30, 2023, when we will cease to be eligible to avail ourselves of the rules and forms of the United States Securities and Exchange Commission (the “SEC”) designated for “foreign private issuers” (as defined in U.S. Securities Act Rule 405), as described below under the heading “Loss of Foreign Issuer Status.” Any Securities issued as restricted securities after September 30, 2023, will not be eligible for removal of the U.S. Legend in connection with their resale in offshore transactions pursuant to Rule 904 of Regulation S (“Regulation S”) under the U.S. Securities Act. “United States” and “U.S. person” have the respective meanings assigned to them in Rule 902 of Regulation S.*

Investors who participate in this Equity Unit Offering are deemed to have acknowledged certain facts and agreements on which the Issuer is relying. Please review the Appendix to ensure you agree with these acknowledgements and have provided the Issuer or the Agent with any required information. **NOTHING IN THE APPENDIX MODIFIES ANY DISCLOSURE MADE BY THE ISSUER IN THIS OFFERING DOCUMENT.**

All references in this Offering Document to “dollars” or “\$” are to Canadian dollars, unless otherwise stated.

#### **General Information**

The Issuer is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 – *Prospectus Exemptions*. In connection with this Equity Unit Offering, the Issuer represents the following is true:

- The Issuer has active operations and its principal asset is not cash, cash equivalents or its exchange listing.
- The Issuer has filed all periodic and timely disclosure documents that it is required to have filed.
- The total dollar amount of this Equity Unit Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption in the 12 months immediately before the date of this Offering Document, will not exceed \$5,000,000.
- The Issuer will not close this Equity Unit Offering unless the Issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.
- The Issuer will not allocate the available funds from this Equity Unit Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the Issuer seeks security holder approval.

#### **Cautionary Note Regarding Forward-Looking Statements**

This Offering Document contains forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “will”, “proposes”, “expects”, “estimates”, “intends”, “anticipates” or “believes”, or variations (including negative and grammatical variations) of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. All statements, other than statements of historical fact, that address activities, events or developments that the Issuer believes, expects or anticipates will or may occur in the future (including, without limitation, statements regarding any objectives and strategies of the Issuer) are forward-looking statements. Examples of such

forward-looking statements in this Offering Document include: the Issuer's business plans; the proposed work program on the Issuer's Cubeler® Business Hub in Canada and the United States and the potential ie-Pulse product offering; costs and timing of product development activities; timing and receipt of approvals, consents and permits under applicable legislation; completion of the Equity Unit Offering and the CD Unit Offering; use of available funds, including the proceeds of the Equity Unit Offering and the CD Unit Offering and the costs of the Equity Unit Offering and the CD Unit Offering; business objectives and milestones and adequacy of financial resources. These forward-looking statements reflect the current expectations, assumptions or beliefs of the Issuer based on information currently available to the Issuer.

Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and its perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances at the date that such statements are made, but which may prove to be incorrect. The material factors and assumptions used to develop the forward-looking statements contained in this Offering Document include, without limitation, it will have sufficient working capital, prevailing economic conditions, foreign currency exchange rates will not become unfavourable, the ability to transfer funds from China to Canada, interest rates, it will have access to equity and debt markets and associated costs of funds, the availability of a qualified work force, the impact of general business and economic conditions including risks related to government and environmental regulation, industry conditions, stock market volatility, competition and that the Issuer maintains its ongoing relations with its business partners and governmental authorities.

There can be no assurance that forward-looking statements will prove to be accurate, as actual results, performance or developments could differ materially from those anticipated in such statements. Although the Issuer believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein. The factors identified above are not intended to represent a complete list of the factors that could affect the Issuer.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the Issuer's actual results, performance or developments to be materially different from any future results, performance or developments expressed or implied by the forward-looking statements, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, the Issuer. Prospective investors should carefully consider all information contained in this Offering Document including information contained in the section entitled "Cautionary Note Regarding Forward-Looking Statements", before deciding to purchase the Units. Additionally, purchasers should consider the risk factors set forth below, as well as risks described in the Issuer's filings that are available on the Issuer's SEDARPLUS profile at [www.sedarplus.ca](http://www.sedarplus.ca). Risks which may impact the forward-looking information contained in this Offering Document include but are not limited to, risks related to liquidity and capital resources; Tenet as a holding company with significant operations and revenue generated in China; the receipt of all required regulatory permissions; the repatriation of profits or transfer of funds from our Chinese operating subsidiaries to Canada; operations in foreign jurisdictions and possible exposure to corruption, bribery or civil unrest; bankruptcy, dissolution or liquidation of our Chinese subsidiaries; uncertainties regarding the growth and sustained profitability of e-commerce in China; illegality of digital asset transactions in China; increases in labor costs in China; regulation and censorship of information distribution over the internet in China; oversight of The China Securities Regulatory Commission and other Chinese government agencies over foreign investment in China-based issuers; the consequences of the failure to make adequate contributions to various mandatory social security plans as required by Chinese regulations; the applications of Chinese labor contract law; uncertainties under the Chinese Enterprise Income Tax Law; Chinese governmental control of currency conversion; unauthorized use of the chops of our Chinese subsidiaries; difficulties for overseas regulators conducting investigations or collecting evidence within China; the ability to effect service of legal process, enforcing foreign judgments, or bringing actions in China; COVID-19 and other pandemic illnesses; risks relating to auditor oversight and review, including, without limitation, oversight and review of our business operations in China; and other risks detailed from time to time in reports filed by the Issuer with securities regulators in Canada or other

jurisdictions. The reader is cautioned to consider these and other risks and uncertainties carefully and not to put undue reliance on forward-looking information.

Forward-looking statements reflect information as of the date on which they are made. The Issuer assumes no obligation to update or revise forward-looking statements to reflect future events, changes in circumstances, or changes in beliefs, other than as required by applicable securities laws.

## PART 2 SUMMARY DESCRIPTION OF BUSINESS

### What Is Our Business?

The Issuer was incorporated under the laws of the *Business Corporations Act* (Alberta) on May 13, 2008 and was continued as a federal company under the *Canada Business Corporations Act* on April 4, 2011. On April 5, 2011, the Issuer changed its name to “Peak Positioning Technologies Inc.” On January 1, 2018, Peak Positioning Technologies Inc. completed a vertical amalgamation with its wholly-owned subsidiary Peak Positioning Corporation with the resulting entity continuing as “Peak Positioning Technologies Inc.” On November 18, 2020, the Issuer changed its name to “Peak Fintech Group Inc./ Groupe Peak Fintech Inc.” On November 1, 2021, the Issuer changed its name to “Tenet Fintech Group Inc./ Groupe Tenet Fintech Inc.” The address of the Issuer’s registered office is 705-119 Spadina Ave., Suite 2702, Toronto, Ontario M5V 2L1, Canada.

The Shares trade on the Exchange under the symbol “PKK”. The Issuer is a reporting issuer in the provinces of British Columbia, Alberta, Québec and Ontario.

Tenet is the parent company of a group of innovative financial technology and artificial intelligence (“AI”) companies, with significant operations in China. Tenet’s subsidiaries provide various analytics and AI-based services to businesses and financial institutions through the Cubeler® Business Hub, a global ecosystem where analytics and AI are used to create opportunities and facilitate business-to-business transactions among its members. Tenet’s data science subsidiary, Tenoris 3 Inc., is poised to leverage small to medium enterprise (“SME”) data collected on the Cubeler® Business Hub to launch a new series of AI and analytics-based product offerings aimed at capital markets participants around the world.

The Issuer’s Chinese operations are all related to the Cubeler® Business Hub, which the Issuer launched in China in the second half of 2018. While the long-term goal of the Cubeler® Business Hub is to gather data on SMEs and to derive AI and analytics based product offerings from that data, the Cubeler® Business Hub first began by facilitating credit and loan transactions between its SME members and financial institutions. The services initially targeted supply chain participants, from raw material providers to retailers, but has since been expanded to businesses in various industries, including energy, transportation and others. While the Issuer had been focussed on charging service fees for the transactions facilitated through the Cubeler® Business Hub and its related modules, which to date accounts for all of its revenue in China, the Issuer expects to be in position to begin monetizing the data it has been able to access on Chinese SMEs in 2024 following the launch of its ie-Pulse product offering in Canada.

### Recent Developments

The most material recent developments in our business are:

- Effective December 12, 2023, pursuant to a Retainer Agreement for Special Legal Services (the “**Custodian Agreement**”) between Shanghai Xinfei Shiye Co., Ltd. (also known as “Asia Synergy Holdings Ltd.”) (the “**Contracting Subsidiary**”), a subsidiary of the Issuer, and its Chinese counsel, MHP Law Firm, the Contracting Subsidiary has appointed MHP Law Firm as its custodian and the custodian of its selected affiliates in China to hold and safeguard the chops (the “**Chops**”) of the Issuer’s Chinese subsidiaries, and to affix such Chops to purchase orders, contracts, agreements, constating documents or any other

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<sup>1</sup> In China, a “chop” is a stamp with the company name as it appears on its Business License.

agreements pursuant to directions from the Contracting Subsidiary. Access to the Chops is controlled by the custodian in accordance with the Custodian Agreement and the Custodian Agreement may only be amended by the Contracting Subsidiary and the custodian.

- On November 8, 2023, the Issuer settled \$750,000 in indebtedness through the issuance of 3,000,000 Shares.
- On October 26, 2023, the Issuer announced the results of its special meeting of shareholders of the Issuer. At the special meeting, shareholders approved the increase in the size of the Board to five, elected Sanjay Sharma and Yves Renaud to the Board and approved, on a majority of the minority basis, the participation of related parties in the August Financing (as defined below). The Issuer also announced that Mayco Quiroz had resigned from the board of directors to become the Issuer's Chief Operating Officer.
- On August 1, 2023, the Issuer completed the first tranche closing (the "**First Tranche Closing**") of a financing to raise proceeds of up to a total of \$20,000,000 (the "**August Financing**") by way of non-brokered private placement. In the First Tranche Closing, the Issuer raised gross proceeds of approximately \$2,598,000, pursuant to which the Issuer sold 2,598 units of the Issuer (the "**August Units**") at a price of \$1,000 per August Unit. On August 18, 2023, the Issuer completed the second tranche closing (the "**Second Tranche Closing**") of the August Financing by way of non-brokered private placement for gross proceeds of \$7,625,000, pursuant to which the Issuer sold 7,625 August Units. On September 8, 2023, the Issuer closed the third tranche (the "**Third Tranche Closing**") of the August Financing by way of non-brokered private placement for gross proceeds of \$710,000, pursuant which the Issuer sold 710 August Units to certain insiders of the Issuer.

Each August Unit was comprised of: (i) one unsecured convertible debenture of the Issuer in the principal amount of \$1,000 (each, an "**August Convertible Debenture**"); and (ii) 4,000 warrants (the "**August Warrants**") to purchase Shares. The August Convertible Debentures bear interest at a rate of 10% per annum, payable monthly in cash, mature 36 months from the date of issuance thereof (the "**August Financing Maturity Date**") and, subject to prior conversion in accordance with their terms, will be repaid in cash on the August Financing Maturity Date. Each August Convertible Debenture may be converted, at the option of the holder, into Shares at a conversion price of \$0.25 per Share. At any time prior to the August Financing Maturity Date, if the Shares trade at a price of \$5.00 or more for three consecutive trading days, the August Convertible Debentures will automatically be converted into Shares at a price of \$0.25 per Share. Each August Warrant is exercisable to acquire one Share at an exercise price of \$0.50 per Share for a period of 24 months from the date of issuance thereof.

- On July 4, 2023, the Issuer announced the appointment of Jean Leblond to the Board. The Issuer also announced the reinstatement of the following senior executive officers of the Issuer: Jean Landreville as Chief Financial Officer; Claude Theroux as Chief Technology Officer; and Dr. Luis Rocha as Chief Analytics Officer.
- On June 29, 2023, the Issuer announced it did not intend to proceed with closing additional rounds of the June Financing (as defined below), of which a total of approximately \$800,000 had been raised. The Issuer announced it intended to proceed with the August Financing, to be closed in multiple tranches over the ensuing three months for gross proceeds of up to \$20,000,000, in which it was expected that certain directors and officers of the Issuer would participate.
- On June 28, 2023, the Issuer announced the re-election of Johnson Joseph and Liang Qiu to the Board and the election of Mayco Quiroz to the Board at the annual meeting of the shareholders of Tenet held on June 27, 2023. The Issuer also announced the resignation of Carol Penhale, Dylan Tinker and Paul Gibbons from the Board effective June 26, 2023. The Issuer further announced the resignation of Carol Penhale as interim

Chief Executive Officer of the Issuer and the reinstatement of Johnson Joseph to the position of Chief Executive Officer of the Issuer.

- On June 7, 2023, the Issuer announced that it sold 2,142,858 units of the Issuer (the **"June Units"**) at a price of \$0.14 per June Unit for gross proceeds of \$300,000.12, representing the first tranche (the **"First Tranche June Financing"**) of a non-brokered private placement financing for gross proceeds of up to \$3,000,000 (the **"June Financing"**). On June 22, 2023, the Issuer announced that it sold 4,291,846 June Units at a price of \$0.1165 per June Unit for gross proceeds of \$500,000.06, representing the second tranche offering of the June Financing (the **"Second Tranche June Offering"**). Each June Unit sold under the June Financing was comprised of one Share and one common share purchase warrant (each, a **"June Warrant"**), with each June Warrant exercisable to purchase one Share at a price of \$0.175 per Share at any time prior to June 7, 2025 for the First Tranche June Financing, and at a price of \$0.155 per Share at any time prior to June 22, 2025 for the Second Tranche June Financing.
- On June 2, 2023, certain concerned shareholders of the Issuer representing approximately 8% of the Issuer's then issued and outstanding Shares (the **"Concerned Shareholders"**), filed a dissident proxy circular (the **"Dissident Circular"**), in which the Concerned Shareholders expressed their dissatisfaction with the dismissal of Johnson Joseph as the Chief Executive Officer of the Issuer on April 28, 2023. Further to the Dissident Circular, the Concerned Shareholders put forward three candidates to sit on the Board, being Johnson Joseph, Liang Qui and Mayco Quiroz, in opposition to the three director candidates proposed by management in the May 23, 2023 management information circular, being Paul Gibbons, Carol Penhale and Dylan Tinker.
- On April 28, 2023, the Issuer announced that Joseph Johnson was leaving his role as Chief Executive Officer of the Issuer effective immediately and that the Issuer had appointed Raji Wahidy as Chief Operating Officer and acting Chief Executive Officer of the Issuer.
- On May 23, 2023, the Issuer filed a management information circular in respect to the annual meeting of the shareholders of Tenet on June 27, 2023, which, among other things, proposed to nominate Paul Gibbons, Carol Penhale and Dylan Dinker to the Board for the upcoming year.
- On May 19, 2023, the Issuer announced the resignation of Jean Landreville as Chief Financing Officer of the Issuer.
- On May 8, 2023, the Issuer announced the resignation of Raji Wahidy as acting Chief Executive Officer of the Issuer and the appointment of Carole Penhale as interim Chief Executive Officer of the Issuer.
- On December 23, 2022, the Issuer announced that it sold 308 units of the Issuer (the **"December Units"**) at a price of \$10,000 per December Unit for gross proceeds of \$3,080,000 in the first round of private placement financing of up to 700 December Units for gross proceeds of up to \$7,000,000 (the **"December Financing"**). On February 1, 2023, the Issuer further announced that it sold 351 December Units for gross proceeds of \$3,510,000, representing the second tranche of the December Financing. Each December Unit was comprised of: (i) one unsecured convertible debenture of the Issuer in the principal amount of \$10,000 (each, a **"December Convertible Debenture"**); and (ii) 10,000 warrants (the **"December Warrants"**) to purchase Shares. The December Convertible Debentures bear interest at a rate of 10% per annum, payable monthly in cash, mature 24 months from the date of issuance thereof (the **"December Financing Maturity Date"**) and, subject to prior conversion in accordance with their terms, will be repaid in cash on the December Financing Maturity Date. Each December Convertible Debenture may be converted, at the option of the holder, into Shares at a conversion price of \$1.00 per Share. At any time prior to the December Financing Maturity Date, if the Shares trade at a price of \$1.50 or more for three consecutive trading days, the December Convertible Debentures will automatically be converted into Shares at a price of \$1.00 per

Share. Each December Warrant is exercisable to acquire one Share at an exercise price of \$2.00 per Share for a period of 24 months from the date of issuance thereof.

On April 24, 2023, the Issuer announced that it amended the conversion terms of the December Convertible Debentures to permit holders to convert their December Convertible Debentures into Shares at a conversion price equal to the lower of: (i) \$0.71 per Share, or (ii) the price per unit of per Share sold by the Issuer in the course of any financing that takes place prior to the date on which such holders convert their debentures.

### **CD Unit Offering**

Concurrently with the offering of Units pursuant to the Equity Unit Offering being offered pursuant to the LIFE, the Issuer is offering up to \$5,200,000 of convertible debenture units of the Issuer (each, a “**CD Unit**”) at a price of \$1,000 per CD Unit. The CD Units will be offered to purchasers pursuant to available exemptions under National Instrument 45-106 – *Prospectus Exemptions*. The securities comprising the CD Units will be subject to a statutory hold period of four months and one day from the date of issuance thereof in accordance with applicable Canadian securities laws. The Equity Unit Offering and the CD Unit Offering are being conducted as a brokered private placement on a commercially reasonable best-efforts basis and will be subject to the Agency Agreement to be entered into between the Issuer and the Agent. The CD Unit Offering may close in one or more tranches, with the initial closing expected to occur on or around December 22, 2023, or such other date as may be agreed between the Issuer and the Agent.

Each CD Unit will comprise: (a) one 10.0% unsecured convertible debenture of the Issuer in the principal amount of \$1,000 (a “**Convertible Debenture**”); and (b) 5,000 common share purchase warrants of the Issuer (the “**CD Warrants**”), with each CD Warrant exercisable to purchase one Share (a “**CD Warrant Share**”) at a price of \$0.40 per CD Warrant Share for a period of 24 months from the date of issuance thereof. The Convertible Debentures bear simple interest at a rate of 10% per annum, payable monthly in cash. The Convertible Debentures will mature 36 months from the date of issuance thereof (the “**Maturity Date**”) and, subject to prior conversion in accordance with their terms, will be repaid in cash on the Maturity Date. Each Convertible Debenture may be converted, at the option of the holder, into Shares at a conversion price of \$0.20 per Share. At any time prior to the Maturity Date, if the volume weighted average price of the Shares on the Exchange meets or exceeds \$2.50 for three consecutive trading days, the Convertible Debentures will automatically be converted into Shares at a price of \$0.20 per Share.

The Issuer shall not issue any Units pursuant to the Equity Unit Offering unless the Issuer has raised the Minimum Offering. The CD Unit Offering is not subject to a minimum offering amount.

### **Material Facts**

There are no material facts about the Securities being distributed hereunder that have not been disclosed either in this Offering Document or in another document filed by the Issuer over the 12 months preceding the date of this Offering Document on the Issuer’s profile at [www.sedarplus.ca](http://www.sedarplus.ca). You should read these documents prior to investing.

### **What are the business objectives that we expect to accomplish using the available funds?**

The following table sets out: (i) the business objectives the Issuer expects to accomplish using its available funds following the Equity Unit Offering and the CD Unit Offering; (ii) the significant event(s) that must occur for each business objective to be accomplished; and (iii) the anticipated time period for completion and estimated cost for each such event.



Business Objectives	Preceding Significant Event(s) (each, an “Event”)	Expected Time Period for Event
Complete the 3 remaining pillars of the Cubeler Business Hub in Canada.	Successful raise of the approximate balance of \$10,000,000 remaining from the total capital raise of \$20,000,000 announced by the Issuer in July 2023.	By the end of the first quarter of 2024 or during the second quarter of 2024.
Have at least 1,000 SMEs in at least 10 industrial sectors registered and contributing data to the Cubeler Business Hub in Canada.	Having at least two more pillars (Networking and Advertising) in addition to the Financing pillar in production on the Cubeler Business Hub.	By the end of the second quarter of 2024.
Complete the development and begin the commercialization of the ie-Pulse product offering.	Have a sufficient number of SMEs on the Cubeler Business Hub to access enough data to allow for the development of the product.	By the end of the second quarter of 2024.
Launch the Cubeler Business Hub in the U.S.	Complete the 3 remaining pillars of the Cubeler Business Hub in Canada.	By the end of the second quarter of 2024.

### PART 3 USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Offering?

		Assuming the Minimum Offering only (\$)	Assuming the Maximum Offering (\$)
<b>A</b>	Amounts to be raised by the Offering	7,500,000	10,000,000
<b>B</b>	Selling commissions and fees	(575,000)	(750,000)
<b>C</b>	Estimated Offering costs (e.g., legal, accounting, audit)	(150,000)	(150,000)
<b>D</b>	Net proceeds of Offering: $D = A - (B+C)$	6,775,000	9,100,000
<b>E</b>	Working capital as at November 30, 2023 (deficiency) <sup>(1)(2)(3)</sup>	40,477,288	40,477,288
<b>F</b>	Additional sources of funding	-	-
<b>G</b>	<b>Total available funds: <math>G = D+E+F</math></b>	<b>47,252,288</b>	<b>49,577,288</b>

Notes:

- (1) Assumes the Issuer’s business operations in China remain self-sustainable without requiring any additional financing.
- (2) Assumes that the other current assets of approximately \$8,351,911 pertaining to the August/September debenture issuance (note 7 of the Issuer’s Q3-2023 financial statements) currently under the control of a subsidiary of the Issuer in China will be transferred to Canada.
- (3) The significant decline in working capital since the Issuer’s most recent audited annual financial statements is primarily due to the reclassification of approximately \$14,000,000 of “deposits made for transactions on platforms” from current assets to long-term assets. The Issuer believes that it could no longer consider the deposits as short-term assets given that they had become an essential element in facilitating transactions on the platforms.

## How will we use the available funds?

The Issuer intends to use the available funds as follows:

Description of intended use of available funds listed in order of priority	Assuming the Minimum Offering only (\$)	Assuming the Maximum Offering (\$)
Ongoing development of Cubeler Business Hub platform and IT related expenses <sup>(1)</sup>	2,275,218	2,775,218
Development and commercialization of ie-Pulse product offering and R&D related to Equity Insider product offering <sup>(2)</sup>	1,590,906	2,090,906
Sales, marketing, business development & strategic alliances	1,422,163	1,722,163
Operations and overhead	7,765,260	8,265,260
Interest payments on debt obligations	978,304	1,228,304
Supplier accounts payable	2,753,876	2,753,876
Loan repayments	467,000	467,000
Unallocated working capital	29,999,562	30,274,562
<b>Total: Equal to G in the Use of Available Funds table</b>	<b>47,252,288</b>	<b>49,577,288</b>

### Notes:

- (1) In addition to the Financing pillar of the Cubeler Business Hub, the Issuer believes that the Networking and Advertising pillars will need to be operational in order to attract a sufficient number of SMEs to the platform and have sufficient data to commercialize its ie-Pulse and Equity Insider product offerings. The Issuer expects to spend a total of approximately \$2,000,000 over a period of three to four months using both internal resources and support from external suppliers to complete the development of the Networking and Advertising pillars and support the top five account software packages used by Canadian SMEs.
- (2) The Issuer has begun the design work related to the development of its ie-Pulse product offering and expects to have the product ready for commercialization in the second half of 2024. The Issuer anticipates that it will spend approximately \$1,000,000 over a period of approximately six months to have the ie-Pulse product ready for commercialization using a combination of internal and external resources. The Issuer's Equity Insider product will require additional time for research and development. While the Issuer has budgeted between \$500,000 and \$1,000,000 in research and development costs over a period of approximately nine months for its Equity Insider product, there can be no guarantee that the Issuer will be successful in commercializing the product. The Issuer expects the bulk of the research and development work related to its Equity Insider product to be conducted internally, but does expect to engage some external resources for certain specific AI and data science skills.

The above-noted allocation of capital and anticipated timing represents the Issuer's current intentions based upon its present plans and business condition, which could change in the future as its plans and business conditions evolve. Although the Issuer intends to expend the proceeds from the Offering as set forth above, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Issuer's ability to execute on its business plan. The Issuer has recently generated negative cash flows from operating activities and anticipates that it will continue to have negative operating cash flow beyond the 12 months after the final Closing Date of the Offering. As a result, certain of the net proceeds from this Equity

Unit Offering and the CD Unit Offering may be used to fund such negative cash flow from operating activities in future periods. See the “*Cautionary Note Regarding Forward-Looking Information*” section above.

The most recent unaudited interim financial statements of the Issuer for the three months ended September 30, 2023 included a going-concern note. The Issuer is still developing and growing its business and is not currently generating positive cash flows from its operating activities, which may cast doubt on the Issuer’s ability to continue as a going concern. The Offering is intended to permit the Issuer to continue to invest in and grow its business, and is not expected to affect the decision to include a going concern note in the next financial statements of the Issuer.

**How have we used the other funds we have raised in the past 12 months?**

Financing	Total Amount of Financing	Intended Use of Funds	Variance
August Financing	\$10,933,000	The proceeds of the August Financing were expected to be used for general corporate and working capital purposes and to contribute to the completion of the remaining pillars of the Cubeler Business Hub in Canada to allow the Issuer to access a more diversified pool of SME data and position it to launch its first data-driven products in Canada thereafter through its Tenoris3 subsidiary. At this time, approximately \$8,351,911 of the proceeds remains in China awaiting transfer to Canada. Please see “What will our available funds be upon the closing of the Offering?” above.	No variance as of the date hereof.
June Financing	\$800,000.18	The proceeds were used for general corporate and working capital purposes related to the Issuer’s Canadian operations.	No variance as of the date hereof.
December Financing	\$6,590,000	The proceeds were used for general corporate and working capital purposes related to the Issuer’s Canadian operations.	No variance as of the date hereof.

**PART 4 FEES AND COMMISSIONS**

**Who are the dealers or finders that we have engaged in connection with this Offering, if any, and what are their fees?**

<b>Agent:</b>	The Issuer has engaged Research Capital Corporation to act as lead agent and sole bookrunner.
<b>Compensation Type:</b>	Corporate finance fee, cash fee and non-transferrable compensation warrants.
<b>Corporate Finance Fee:</b>	\$50,000, if the Issuer raises the Minimum Offering.
<b>Cash Fee:</b>	Cash commission equal to 7% of the gross proceeds of the Offering.
<b>Broker Warrants and CD Broker Warrants:</b>	The Agent will receive: (i) that number of non-transferable warrants equal to 7% of the aggregate number of Units sold by the Issuer under the Equity Unit Offering (each, a “ <b>Broker Warrant</b> ”); and (ii) that number of non-transferable warrants equal to 7% of the aggregate number of CD Units sold by the Issuer under the CD Unit Offering (each, a “ <b>CD Broker Warrant</b> ”), including any CD Units sold pursuant to the exercise of the Agent’s Option (as defined herein). Each Broker Warrant will entitle the holder

	<p>thereof to purchase one Share at an exercise price of \$0.20 for a period of 24 months following the date of issuance thereof and each CD Broker Warrant will entitle the holder thereof to purchase one CD Unit at an exercise price of \$1,000 for a period of 24 months following the date of issuance thereof.</p> <p>The Broker Warrants will not be issued under the LIFE and both the Broker Warrants and the CD Broker Warrants will be subject to a hold period of 4 months plus a day from the date of issuance.</p>
<b>Agent's Option:</b>	<p>The Issuer will grant the Agent an option (the "<b>Agent's Option</b>") to increase the size of the CD Unit Offering by up to 15% of the CD Units sold under the CD Unit Offering exercisable, in whole or in part, by the Agent, upon written notice to the Issuer at any time up to 48 hours prior to any Closing Date.</p>

#### **Does the Agent have a conflict of interest?**

To the knowledge of the Issuer, it is not a "related issuer" or "connected issuer" of or to the Agent, as such terms are defined in National Instrument 33-105 - *Underwriting Conflicts*.

#### **PART 5 PURCHASERS' RIGHTS**

##### **Rights of action in the Event of a Misrepresentation.**

**If there is a misrepresentation in this Offering Document, you have a right**

- a) to rescind your purchase of these Securities with the Issuer, or**
- b) to damages against the Issuer and may, in certain jurisdictions, have a statutory right to damages from other persons.**

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the Securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

#### **PART 6 ADDITIONAL INFORMATION ABOUT THE ISSUER**

##### **Where can you find more information about us?**

You can access the Issuer's continuous disclosure under its profile at [www.sedarplus.ca](http://www.sedarplus.ca) and at [www.tenetfintech.com](http://www.tenetfintech.com).

**PART 7 DATE AND CERTIFICATE**

Dated: December 12, 2023

**This Offering Document, together with any document filed under Canadian securities legislation on or after December 12, 2022, contains disclosure of all material facts about the Securities being distributed and does not contain a misrepresentation.**

***"Johnson Joseph"***

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Johnson Joseph  
Chief Executive Officer

***"Jean Landreville"***

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Jean Landreville  
Chief Financial Officer

## APPENDIX TO OFFERING DOCUMENT

### APPENDIX A

#### ACKNOWLEDGEMENTS OF THE INVESTOR

Each purchaser of the Units (the “Investor”) makes, and is deemed to make, the following acknowledgements, covenants, representations and warranties to the Issuer and the Agent, as at the date hereof, and as of the applicable Closing Date:

- a) The Investor acknowledges that this Equity Unit Offering is a private placement and accordingly is exempt from the prospectus filing requirements of applicable securities laws. The Investor has received a copy of the Offering Document, has had an opportunity to read it and understands that it does not contain all the information about Tenet that would be contained in a prospectus;
- b) Unless the Investor has otherwise confirmed or agreed in writing to the Issuer or to any Agent referenced in the Offering Document, the Investor hereby confirms that:
  - i. the Investor does not own any other securities of Tenet;
  - ii. the Investor is not an “insider” (as that term is defined in the *Securities Act* (Ontario)) of the Issuer;
  - iii. the Investor is not a Related Person (as that term is defined in the policies of the Exchange) of the Issuer; and
  - iv. the Investor is not a “registrant” (as that term is defined in the *Securities Act* (Ontario));
- c) the Investor confirms that it (i) has such knowledge and experience in financial and business affairs as to be capable of evaluating the merits and risks of its investment in the Units (including the potential loss of its entire investment); (ii) is aware of the characteristics of the Units and understands the risks relating to an investment therein; and (iii) is able to bear the economic risk of loss of its investment in the Units and understands that it may lose its entire investment in the Units;
- d) the Investor is resident in the jurisdiction disclosed to the Agent or the Issuer and the Investor was solicited to purchase only in such jurisdiction;
- e) to the Investor’s knowledge and belief, the subscription for the Units by the Investor does not contravene any of the applicable securities legislation in the jurisdiction in which the Investor resides and does not give rise to any obligation of the Issuer to prepare and file a prospectus, registration statement or similar document or to register the Units;
- f) the funds representing the aggregate subscription funds which will be advanced by the Investor to the Issuer hereunder, as applicable, will not represent proceeds of crime for the purposes of the *Proceeds of Crime (Money Laundering) and Terrorist Financing Act* (Canada) (the “PCMLTFA”) or for the purposes of the United States Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act, as may be amended from time to time (the “PATRIOT Act”) and the Investor acknowledges that the Issuer and/or the Agent may in the future be required by law to disclose the Investor’s name and other information relating to the Investor’s subscription of the Units, on a confidential basis, pursuant to the PCMLTFA and the PATRIOT Act, and that, to the best of its knowledge: (i) none of the subscription funds to be provided by the Investor (A) have been or will be derived from or related to any activity that is deemed criminal under the laws of Canada, the United States or any other jurisdiction; or (B) are being tendered on behalf of a person who has not been identified to the Investor; and (ii) it will promptly notify the Issuer and the Agent if the Investor discovers that any of such representations ceases to be true, and to provide the Issuer and the Agent with appropriate information in connection therewith;

- g) neither the Issuer, the Agent, nor any of their respective directors, employees, officers, affiliates or agents has made any written or oral representations to the Investor: (i) that any person will resell or repurchase the Units; (ii) that any person will refund all or any part of the subscription amount; or (iii) as to the future price or value of the Units;
- h) the Investor is not purchasing the Units with knowledge of any material information concerning the Issuer that has not been generally disclosed. The Investor's Units are not being purchased by the Investor as a result of any oral or written representation as to fact or otherwise made by, or on behalf of, the Issuer or any other person and is based entirely upon the Offering Document and the Issuer's continuous disclosure record at [www.sedarplus.ca](http://www.sedarplus.ca);
- i) no securities commission, agency, governmental authority, regulatory body, stock exchange or other regulatory body has reviewed or passed on the investment merits of the Units and there is no government or other insurance covering the Units;
- j) if the Investor is:
  - i. a corporation, it is duly incorporated and is validly subsisting under the laws of the jurisdiction where it has provided a business address to the Issuer and has all requisite legal and corporate power and authority to subscribe for the Units;
  - ii. a partnership, syndicate or other form of unincorporated organization, the Investor has the necessary legal capacity and authority to observe and perform its covenants and obligations under this Offering Document and has obtained all necessary approvals in respect thereof; or
  - iii. an individual, the Investor is of the full age of majority and is legally competent to observe and perform his or her covenants and obligations under this Offering Document;
- k) the Investor is responsible for obtaining such legal and tax advice as it considers appropriate in connection with the performance of this Offering Document and the transactions contemplated under this Offering Document, and that the Investor is not relying on legal or tax advice provided by the Issuer, the Agent or their respective counsel;
- l) the purchase of the Units will not breach any third party agreement or court order to which the Investor is subject;
- m) where required by law, the Investor is either purchasing the Units as principal for its own account and not as agent or trustee for the benefit of another or is deemed to be purchasing the Units as principal for its own account in accordance with applicable securities laws;
- n) all capitalized terms used herein without definition have the respective meanings ascribed to them in the accompanying Offering Document;

#### **United States Investors – Additional Acknowledgements**

- o) unless the Investor has separately delivered to the Issuer and the Agent a U.S. Representation Letter (in which case the Investor makes the representations, warranties and covenants set forth therein), the Investor (i) is not a U.S. person, and is not in the United States, its territories or possessions, any State of the United States or the District of Columbia (collectively, the "**United States**"), (ii) was outside of the United States at the time the buy order for the Units was originated, (iii) is not subscribing for the Units for the account or benefit of a U.S. person or a person in the United States, (iv) is not subscribing for the Units for resale in the United States, and (v) was not offered the Units in the United States; and

- p) the Investor is aware that the Units have not been and will not be registered under the U.S. Securities Act or the securities laws of any State of the United States, and that the Units may not be offered, sold or otherwise disposed of, directly or indirectly, in the United States without registration under the U.S. Securities Act and all applicable U.S. State securities laws, or without compliance with the requirements of an exemption from such registration, and it acknowledges that the Issuer has no obligation or present intention of filing a registration statement under the U.S. Securities Act or any U.S. State securities laws in respect of the sale or resale of any of the Units.



## APPENDIX B

### INDIRECT COLLECTION OF PERSONAL INFORMATION

By purchasing Units, the purchaser (each a “**Purchaser**”) acknowledges that the Issuer and the Agent and their respective agents and advisers may each collect, use and disclose its name and other specified personally identifiable information (including its name, jurisdiction of residence, address, telephone number, email address and aggregate value of the Units that it has purchased) (the “**Information**”), for purposes of (i) meeting legal, regulatory, stock exchange and audit requirements and as otherwise permitted or required by law or regulation, and (ii) issuing ownership statements issued under a direct registration system or other electronic book-entry system, or certificates that may be issued, as applicable, representing the Units to be issued to the Purchaser. The Information may also be disclosed by the Issuer to: (i) stock exchanges, (ii) revenue or taxing authorities, and (iii) any of the other parties involved in the Equity Unit Offering, including legal counsel, and may be included in record books in connection with the Equity Unit Offering. The Purchaser is deemed to be consenting to the disclosure of the Information.

By purchasing Units, the Purchaser acknowledges (A) that Information concerning the Purchaser will be disclosed to the relevant Canadian securities regulatory authorities, and may become available to the public in accordance with the requirements of applicable securities and freedom of information laws and the Purchaser consents to the disclosure of the Information; (B) the Information is being collected indirectly by the applicable Canadian securities regulatory authorities under the authority granted to them in securities legislation; and (C) the Information is being collected for the purposes of the administration and enforcement of the applicable Canadian securities legislation; and by purchasing the Units, the Purchaser shall be deemed to have authorized such indirect collection of personal information by the relevant Canadian securities regulatory authorities.

The Purchaser may contact the following public official in the applicable province with respect to questions about the commission’s indirect collection of such Information at the following address, telephone number and email address (if any):

**Alberta Securities Commission**

Suite 600, 250 – 5th Street SW  
Calgary, Alberta T2P 0R4  
Telephone: (403) 297-6454  
Toll free in Canada: 1-877-355-0585  
Facsimile: (403) 297-6156  
Public official contact: FOIP Coordinator

**British Columbia Securities Commission**

P.O. Box 10142, Pacific Centre  
701 West Georgia Street  
Vancouver, British Columbia V7Y 1L2  
Inquiries: (604) 899-6854  
Toll free in Canada: 1-800-373-6393  
Facsimile: (604) 899-6506  
Email: FOI-privacy@bcsc.bc.ca  
Public official contact: FOI Inquiries

**The Manitoba Securities Commission**

500 – 400 St. Mary Avenue  
Winnipeg, Manitoba R3C 4K5  
Telephone: (204) 945-2548  
Toll free in Manitoba 1-800-655-5244  
Facsimile: (204) 945-0330  
Public official contact: Director

**Financial and Consumer Services Commission (New Brunswick)**

85 Charlotte Street, Suite 300  
Saint John, New Brunswick E2L 2J2  
Telephone: (506) 658-3060  
Toll free in Canada: 1-866-933-2222

**Government of Nunavut**

**Department of Justice**  
Legal Registries Division  
P.O. Box 1000, Station 570  
1st Floor, Brown Building  
Iqaluit, Nunavut X0A 0H0  
Telephone: (867) 975-6170  
Facsimile: (867) 975-6195  
Public official contact: Superintendent of Securities

**Ontario Securities Commission**

20 Queen Street West, 22nd Floor  
Toronto, Ontario M5H 3S8  
Telephone: (416) 593- 8314  
Toll free in Canada: 1-877-785-1555  
Facsimile: (416) 593-8122  
Email: exemptmarketfilings@osc.gov.on.ca  
Public official contact: Inquiries Officer

**Prince Edward Island Securities Office**

95 Rochford Street, 4th Floor Shaw Building  
P.O. Box 2000  
Charlottetown, Prince Edward Island C1A 7N8  
Telephone: (902) 620-3870  
Facsimile: (902) 368-5283  
Public official contact: Superintendent of Securities

**Autorité des marchés financiers**

800, Square Victoria, 22e étage  
C.P. 246, Tour de la Bourse  
Montréal, Québec H4Z 1G3

Facsimile: (506) 658-3059  
Email: info@fcnb.ca  
Public official contact: Chief Executive Officer and Privacy Officer

**Government of Newfoundland and Labrador  
Financial Services Regulation Division**

P.O. Box 8700, 1 Prince Philip Drive  
2nd Floor, West Block, Confederation Building  
St. John's, Newfoundland and Labrador A1B 4J6  
Attention: Director of Securities  
Telephone: (709) 729-4189  
Facsimile: (709) 729-6187  
Public official contact: Superintendent of Securities

**Government of the Northwest Territories  
Office of the Superintendent of Securities**

P.O. Box 1320  
1st Floor Stuart Hodgson Building, 5009 49th Street  
Yellowknife, Northwest Territories X1A 2L9  
Attention: Deputy Superintendent, Legal & Enforcement  
Telephone: (867) 767-9305  
Facsimile: (867) 873-0243  
Public official contact: Superintendent of Securities

**Nova Scotia Securities Commission**

Suite 400, 5251 Duke Street  
Duke Tower  
P.O. Box 458  
Halifax, Nova Scotia B3J 2P8  
Telephone: (902) 424-7768  
Facsimile: (902) 424-4625  
Public official contact: Executive Director

Telephone: (514) 395-0337 or 1-877-525-0337  
Facsimile: (514) 873-6155 (For filing purposes only)  
Facsimile: (514) 864-6381 (For privacy requests only)  
Email: financementdessocietes@lautorite.qc.ca (For corporate finance issuers); fonds\_dinvestissement@lautorite.qc.ca (For investment fund issuers)  
Public official contact: Secrétaire générale

**Financial and Consumer Affairs Authority of Saskatchewan**

Suite 601 - 1919 Saskatchewan Drive  
Regina, Saskatchewan S4P 4H2  
Telephone: (306) 787-5645  
Facsimile: (306) 787-5899  
Public official contact: Director

**Government of Yukon**

**Department of Community Services**

Office of the Superintendent of Securities  
307 Black Street  
Whitehorse, Yukon Y1A 2N1  
Telephone: (867) 667-5466  
Facsimile: (867) 393-6251  
Email: securities@gov.yk.ca  
Public official contact: Superintendent of Securities