



FORM 7

JULY MONTHLY PROGRESS REPORT

Name of CSE Issuer: *CIELO WASTE SOLUTIONS CORP. (“Cielo” or the “Company”).*

Trading Symbol: *CMC*

Number of Outstanding Listed Securities: 263,222,579

Date: August 5, 2020

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.

OPERATIONS UPDATE

During these challenging times of COVID-19, CIELO is continuing to make progress on completing the upgrades to the Company’s proprietary waste to high grade renewable fuels process at the facility in Aldersyde, AB (the “Aldersyde Facility”). Cielo’s contractors have been working without days off until the Aldersyde Facility is back into operation. The fabrication work is now completed, and reassembling is well on its way. Cielo has begun bringing back some of the operators and is planning to start commissioning the Aldersyde Facility in the very near future.

FINANCING UPDATE

On March 30, 2020, Cielo announced a private placement offering of unsecured convertible debenture units (the “Offering”) for a targeted minimum of CAD \$500,000 in convertible debentures units (the “Unit(s)"). Each Unit consists of one (1) \$1,000 unsecured convertible debenture (the “Debenture(s)”) plus 7,500 share purchase warrants (the “Warrant(s)"). The Debentures bear interest at a simple rate of 15% per annum with the initial three (3) years of interest to be prepaid (the “Prepaid Interest”) on the date of issuance of the Debentures (the “Issue Date”) by the issuance of common shares (the “Prepaid Interest Shares”) at a price of \$0.07 per Prepaid Interest Share. The principal of the Debentures (the “Principal”) together with all accrued interest exceeding the Prepaid Interest (the “Interest Balance”) will be repaid 48 months from the Issue Date

unless repaid earlier by Cielo without penalty or converted by the holder(s) thereof, any time after four months and a day following the Issue Date at a price of \$0.05 for the Principal and at \$0.07 for the Interest Balance.

Each Warrant has a term of 48 months from the Issue Date (the “Warrant Term”) and an exercise price of \$0.07 per common share, subject to acceleration in the event that the common shares of Cielo, listed on a recognized stock exchange, trade at \$0.15 or higher for at least five (5) consecutive trading days, in which event CIELO may provide a notice to holders that the Warrant Term will terminate 30 days from the date of notice.

Although the Offering is non-brokered, the Company may, as determined in its sole discretion, pay reasonable customary brokers' and/or finders' commissions in connection with the completion of the Offering of up to 8% in cash of the gross proceeds raised by such broker(s)/finder(s) and issue finder warrants (the “Finder Warrants”) of up to 8% of the total number of common shares that would be issued to subscribers introduced to the Company by such broker(s)/finder(s), if 100% of the Principal under the subject Debentures is converted. The Finder Warrants have a 48-month term from the date of issue and an exercise price of \$0.07 per share.

The Offering has been closing in multiple tranches and as anticipated to close on or prior to September 13, 2020, with seven (7) tranches having closed up to July 24, 2020. In aggregate to date, 2,401.64 Units have been issued for gross proceeds of \$2,401,642.00.

At the discretion of the Company, the Offering may be extended and/or increased, subject to approval from the Canadian Securities Exchange as applicable. Net proceeds of the Offering have been and will to be used to scale-up production of high-grade renewable fuel at the Company’s green waste to renewable fuel facility in Aldersyde, Alberta (the “Aldersyde Facility”), as well as for general working capital purposes.

All securities issued pursuant to the Offering are subject to a statutory 4 month hold period.

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

See No. 1

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.

N/A

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.

N/A

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.

N/A

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.

On July 30, 2020, the Company announced that the United States Patent and Trademark Office had issued a U. S. Patent to 1888711 Alberta Inc. ("1888"), a private Alberta corporation from whom Cielo holds a worldwide exclusive licence (the "Licence") to its waste to renewable diesel facility technology (the "Technology").

Background: On June 15, 2016, Cielo announced that it had signed a World Exclusive License Agreement with 1888 for the further development of the Technology, which was restated and amended on November 1, 2017 (the "Licence Agreement"). Cielo obtained an exclusive and perpetual licence to commercialize the Technology, intended to be done through the building of facilities (the "Facilities") for the production of renewable diesel as well as sublicensing the Technology to third parties to build Facilities. The terms of the Licence Agreement provide for the payment of royalties and commissions to 1888 from the commercialization of the Technology as well as the right of first refusal of Cielo to purchase the Technology, including all intellectual property and patents relating to the Technology.

Certain directors and officers of Cielo are also directors or officers of 1888.

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.

Cielo continues to make interest payment(s) to BJK Lending, subject to one or more months which have been or may be delayed from time to time upon the consent of the lender.

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.

In the event the Worlds Developed Countries or the Canadian federal or provincial governments were to increase or decrease the amount of renewable fuel currently mandated to be blended with all transportation diesel fuel, it would have either a positive or negative impact on the Company's business. At this point in time, management believes that this amount is increasing, worldwide.

The public health COVID-19 crisis has affected and is anticipated to continue to affect Cielo and its business for the foreseeable future. In particular, Cielo has stopped all tours for the time being, which have been to date garnering interest in the Company's business in management's opinion, and temporarily laid-off operators, requiring the shut-down of the Refinery for the time being. Cielo is able to continue to make improvements to the Aldersyde refinery during this time however cannot continue to produce fuels 24/7. Further, the impact of the health crisis on market conditions has had an impact on Cielo's ability to raising funds on favourable terms in order to complete the commissioning of and upgrades to Aldersyde refinery.

Cielo continues to monitor the situation on a daily basis and management intends to continue making progress with commissioning and upgrades despite being unable to operate 24/7.

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: August 5, 2020

"Don Allan"

President & Chief Executive Officer

Issuer Details Name of Issuer <i>CIELO WASTE SOLUTIONS CORP.</i>	For Month <i>July 2020</i>	Date of Report YY/MM/D <i>2020/08/05</i>
Issuer Address <i>610 – 475 West Georgia Street</i>		
City/Province/Postal Code <i>Vancouver, BC, V6B 4M9</i>	Issuer Fax No. <i>(403)343-3572</i>	Issuer Telephone No. <i>403-348-2972 Ext. 101</i>
Contact Name <i>Don Allan</i>	Contact Position <i>President & CEO</i>	Contact Telephone No. <i>403-348-2972 Ext 101</i>
<i>info@cielows.com</i>	<i>www.cielows.com</i>	