

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: New Wave Esports Corp. (the "Issuer").

Trading Symbol: NWES

Date: October 31, 2019

1. New Restricted Share Units Granted:

Date of Grant: October 31, 2019

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Clayton Fisher	Director	Yes	350,000	N/A	October 31, 2020	Nil

Total Number of restricted share units ("RSU") proposed for acceptance: 350,000.

2. Other Presently Outstanding Options and RSUs:

Name of Optionee	No. of Optioned Shares	Exercise Price	Original Date of Grant	Expiry Date
Predecessor options	66,666	\$0.75	March 31, 2016	March 31, 2021
Daniel Mitre	1,000,000	\$0.15	October 24, 2019	October 24, 2024
Joel Freudman	250,000	\$0.15	October 24, 2019	October 24, 2024
Jourdan J. Bolivar N.	150,000	\$0.15	October 24, 2019	October 24, 2024
Peter Cunningham	2,000,000	\$0.15	October 24, 2019	October 24, 2024
2411763 Ontario	2,000,000	\$0.15	October 24,	October 24, 2024

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Incorporated			2019	
Lincoln Hold Co. Ltd.	2,000,000	\$0.15	October 24, 2019	October 24, 2024
Daniel Mitre	750,000 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020
Joel Freudman	187,500 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020
Jourdan J. Bolivar N.	112,500 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020
Peter Cunningham	1,500,000 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020
2411763 Ontario Incorporated	1,500,000 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020
Lincoln Hold Co. Ltd.	1,500,000 (RSUs)	N/A	Equal portions vest on February 24, 2020, June 24, 2020 and October 24, 2020	October 24, 2020

(1) Set out number of optioned shares for each grant with different terms.

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3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held.

Shareholder approval of the Stock Option Plan and the Restricted Share Unit Plan was obtained at the Annual and Special Meeting of the shareholders of the Issuer on September 20, 2019.

- (b) State the date of the news release announcing the grant of options.

October 31, 2019

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

80,375,366

- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options.

9.2% - stock options
6.9% - RSUs

- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

570,870 - stock options
2,137,536 - RSUs

- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.

N/A

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

N/A

4. 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 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 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated October 31st, 2019.

Trumbull Fisher
Name of Director or Senior
Officer

"Trumbull Fisher"
Signature

President
Official Capacity