

FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Next Green Wave Holdings Inc. (the "Issuer").

Trading Symbol: NGW

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:

For the 6 month period ended June 30, 2020 related party transactions were limited to the Company incurring fees payable to directors, officers, and key management personnel of \$120,269 in management fees, \$63,032 in accounting and consulting fees, and \$111,172 in stock based compensation.

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,

N/A

(b) summary of options granted during the period,

N/A

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.

See financial statements for the 6 month period ended June 30, 2020 as filed on SEDAR and the CSE site August 31, 2020.

- 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.**

**Michael Jennings, CEO and Director
Matthew Jewell, CFO
Robert Dzisiak, Chairman
Paul Chow, Director
Glen Harder, Director
David Wilson, Director**

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

The MD&A for the 6 month period ended June 30, 2020 as filed on SEDAR and the CSE site August 31, 2020.

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 31, 2020.

Matthew Jewell

Name of Director or Senior Officer

DocuSigned by:

Matthew Jewell

Signature

CFO

Official Capacity

Issuer Details		For Quarter Ended	Date of Report YY/MM/D
Name of Issuer Next Green Wave Holdings Inc.		June 2020	20/08/31
Issuer Address Suite 300 - 1055 West Hastings Street			
City/Province/Postal Code Vancouver, BC V6E 2E9		Issuer Fax No. N/A	Issuer Telephone No. 778.529.2848
Contact Name Matthew Jewell		Contact Position CFO	Contact Telephone No. 778.589.5049
Contact Email Address mjewell@nextgreenwave.com		Web Site Address Nextgreenwave.com	