

## FORM 5

### **QUARTERLY LISTING STATEMENT**

Name of Listed Issuer: LUXXFOLIO Holdings Inc. (the "Issuer").

Trading Symbol: LUXX

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.

**All related party transactions are disclosed in the Issuer's unaudited Interim Condensed Consolidated Financial Statements, note 4, and the Issuer's MD&A – Quarterly Highlights, under Related Party Transactions, for the three months ended November, 2020 and 2019, attached hereto as Schedules A and B.**

### 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,

**Since the Issuer's last Listing Statement (Form 2A), an aggregate total of 4,350,000.00 Special Warrants, for a total consideration of \$217,500.00, were issued via a private placement, in the following tranches:**

**August 28, 2020: 1,300,000 Special Warrants for a total consideration of \$65,000.00**

**September 10, 2020: 2,000,000 Special Warrants for a total consideration of \$100,000.00**

**October 26, 2020: 650,000 Special Warrants for a total consideration of \$32,500.00**

**October 31, 2020: 200,000 Special Warrants for a total consideration of \$10,000.00**

**November 17, 2020: 200,000 Special Warrants for a total consideration of \$10,000.00**

**Each Special Warrant is subject to a hold period of four months plus one day, will be non-transferrable and will entitle the holder to automatically receive, without payment of additional consideration, one common share in the capital of the Company on the earlier of:**

- **5 business days after the holder elects to convert all of their Special Warrants; and**
- **The day the Company has cumulatively raised \$500,000 via equity financings after the close of the Offering; and**
- **The day that is three years after the date of the close of the Offering.**

<b>Date of Issue</b>	<b>Type of Security (common shares, convertible debentures, etc.)</b>	<b>Type of Issue (private placement, public offering, exercise of warrants, etc.)</b>	<b>Number</b>	<b>Price</b>	<b>Total Proceeds</b>	<b>Type of Consideration (cash, property, etc.)</b>	<b>Describe relationship of Person with Issuer (indicate if Related Person)</b>	<b>Commission Paid</b>
Aug 28, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Aug 28, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Related Person	Nil
Aug 28, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Not a Related Person	Nil
Aug 28, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Not a Related Person	Nil
Aug 28, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	400,000	\$0.05	\$20,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	500,000	\$0.05	\$25,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil

Sep 10, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Sep 10, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Oct 26, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Not a Related Person	Nil
Oct 26, 2020	Special Warrants	Private Placement	300,000	\$0.05	\$15,000.00	Cash	Not a Related Person	Nil
Oct 26, 2020	Special Warrants	Private Placement	50,000	\$0.05	\$2,500.00	Cash	Related Person	Nil
Oct 31, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil
Nov 17, 2020	Special Warrants	Private Placement	200,000	\$0.05	\$10,000.00	Cash	Not a Related Person	Nil

(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
NONE						

### 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.

**A summary of securities is included in the Issuer's unaudited Interim Condensed Consolidated Financial Statements for the three months ended November 30, 2020 and 2019 attached hereto as Schedule A. Please refer to the unaudited Interim Condensed Consolidated Statements of Changes in Shareholders' Equity and note 5.**

- 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.**

<b>Name</b>	<b>Position(s) held</b>
Dean Linden	Chief Executive Officer
Geoff McCord	Chief Financial Officer
Kelly Klatik	Director
Dr. Michael J. Byron	Director
Anthony Wong	Director
Brad Farquhar	Director

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

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

**The Issuer's Interim MD&A – Quarterly Highlights for the three months ended November 30, 2020 and 2019, is attached hereto as Schedules B.**

## 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 2021-01-29

Dean Linden

Name of Director or Senior Officer

*"Dean Linden"*

Signature

Chief Executive Officer

Official Capacity

<b>Issuer Details</b> Name of Issuer  Luxxfolio Holdings Inc.	For Quarter Ended 2020-11-30	Date of Report YY/MM/D 2020-01-29
Issuer Address Suite 212 - 1080 Mainland St.		
City/Province/Postal Code Vancouver, BC. V6B 2T4	Issuer Fax No. None	Issuer Telephone No. (888) 928-8883
Contact Name Dean Linden	Contact Position CEO	Contact Telephone No. (604) 398-3837
Contact Email Address dlinden@luxxfolio.com	Web Site Address Luxxfolio.com	