

FORM 12

NOTICE OF PROPOSED STOCK CONSOLIDATION OR RECLASSIFICATION

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

Trading Symbol: SPOR

Date: June 8, 2021

This form is to be used to report a proposed reclassification, which is any change to the terms of a listed security other than a stock split or dividend.

1. Provide full details of the reclassification

The Issuer proposed to consolidate its common shares (the "Shares") on the basis of twenty (20) pre-consolidation Shares for one post-consolidation Share.

2. Number of securities outstanding and reserved for issuance following the reclassification

The Issuer has 119,684,903 pre-consolidation Shares and will have approximately 5,984,245 post-consolidation Shares issued and outstanding.

3. Describe the anticipated impact of the reclassification on the liquidity of the market for the listed security and on voting and equity rights of public shareholders

The Issuer does not anticipate any material impact on the liquidity of the market for the Shares. There will be no change on voting or equity rights of public shareholders.

4. Date of shareholders' meeting to approve the reclassification

Not applicable. The consolidation of shares was approved by the directors of the Issuer on May 21, 2021 as permitted by the Issuer's Articles.

5. Record date for the reclassification

June 21, 2021

6. Certificate of Compliance

The undersigned hereby certifies that:

**FORM 12 – NOTICE OF PROPOSED STOCK
CONSOLIDATION OR RECLASSIFICATION**

January 2015
Page 1

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 12 Notice of Proposed Stock Consolidation or Reclassification is true.

Dated June 8, 2021.

Geoff Balderson
Name of Director or Senior
Officer

"Geoff Balderson"
Signature

Chief Financial Officer
Official Capacity

**FORM 12 – NOTICE OF PROPOSED STOCK
CONSOLIDATION OR RECLASSIFICATION**

January 2015
Page 2