

# FORM 7

## MONTHLY PROGRESS REPORT

Name of CNSX Issuer: Nass Valley Gateway Ltd. (the “Company” or “Nass Valley”).

Trading Symbol: NVG

Number of Outstanding Listed Securities: 27,346,977

Date: February 5, 2015

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report 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 CNSX Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the CNSX.ca website.

This report is intended to keep investors and the market informed of the Issuer’s ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the CNSX Policies. The discussion in this report must be factual, balanced and non-promotional.

### General Instructions

- (a) Prepare this Monthly Progress Report 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 items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term “Issuer” includes the 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.

### 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.

**Nass Valley is focused on developing and marketing its emission-free energy converting and waste disposal system (the “Enviro-X System”) through its subsidiary Global Environomic Systems Corp. (“GSC”). The Company views its Enviro-X System as one of the most environmentally responsible solutions to the problem of managing Municipal Solid Waste (“MSW”). The Company is still in negotiations with possible customers in Canada and the USA for the possibility of a joint venture for its Enviro-X Units but is also investigating other business opportunities in order to create cash flow.**

**The Company’s common shares are listed for trading on the CSE under the symbol “NVG” and are co-listed on the “open market” of the Frankfurt Stock Exchange and trading under the symbol “3NVN”.**

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

**The Company is focused on completing its due diligence and raising sufficient funds in order to complete the business acquisition which was announced in the Company's news release on October 16, 2014. The marketing of the Enviro-X System through GSC is still continuing but it has become obvious that its success will depend on the Company and GSC being able to finance an Enviro-X Unit in Canada or the USA in order to demonstrate the viability of the technology to potential customers.**

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.

**None.**

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.

**The shareholders of the Company's subsidiary M-Wave EnviroTech Inc. ("MWE") have decided and agreed to transfer all their ownership and interest in MWE back to the Company so that MWE is presently a wholly owned subsidiary of the Company without any assets and business activity.**

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.

**As announced in the Company's October 16, 2014 news release, Nass Valley has entered into a letter agreement granting the Company the exclusive right to acquire a corporation actively involved in the medicinal cannabis industry. The Company has conducted its due diligence with respect to the agreement, which was scheduled to be executed on or before December 4, 2014 and was extended once in December 2014. As a consequence of not receiving the financing committed to by the financiers, the Company has decided not to extend the agreement a second time. The Company is currently in negotiations for other business opportunities and appropriate funding.**

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.

**Referring to Section 4, the Company is evaluating the possibility of dissolving its subsidiary M-Wave EnviroTech Inc. ("MWE"). On November 9<sup>th</sup>, 2014, the Company received the shareholders' resolution from all the shareholders of MWE to surrender their shares to Nass Valley.**

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 provides details of the relationship.

**None**

8. Describe the acquisition of new customers or loss of customers.

**None**

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.

**None**

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

**None.**

11. Report on any labour disputes and resolutions of those disputes if applicable.

**None**

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.

**None**

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

**None**

14. Provide details of any securities issued and options or warrants granted.

<b>Security</b>	<b>Number Issued</b>	<b>Details of Issuance</b>	<b>Use of Proceeds<sup>(1)</sup></b>
<b>No securities, options or warrants were issued during the month of January 2015.</b>			

(1) *State aggregate proceeds and intended allocation of proceeds.*

15. Provide details of any loans to or by Related Persons.

**The Company did not enter into any new loans or receive any cash advances during the month of January 2015.**

16. Provide details of any changes in directors, officers or committee members.

**None.**

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

**The Company has historically relied upon equity financings to satisfy its capital requirements and will continue to depend heavily upon equity capital to finance its activities. The Company is convinced that it will need additional capital in the future to finance the ongoing commercialization of its technology projects and such capital will have to be derived from the exercise of outstanding stock options, warrants and/or the completion of other equity financings, including possible governmental subsidies, and additional sales contracts.**

**Nass Valley Gateway has limited financial resources and presently has no source of operating income. Although the Company has been successful in the past in financing its activities through the sale of equity securities and loans from insiders, there is no assurance that additional funding will be available to it for future development of its projects. The Company's ability to arrange additional financing in the future will depend, in part, on the prevailing capital market conditions and success in its projects.**

**There can be no assurance that continual fluctuations in the Company's share prices will not occur or that these fluctuations will not affect the ability of the Company to raise equity funding, and if at all, without causing a significant dilution to its existing shareholders. Any quoted market for the common shares may be subject to market trends generally, notwithstanding any potential success of the Company in creating revenue, cash flows or earnings.**

## 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: February 5, 2015**

Dieter Peter  
 Name of Director or Senior Officer  
"Dieter Peter"  
 Signature  
President & CEO  
 Official Capacity

<b><i>Issuer Details</i></b> Name of Issuer <b>Nass Valley Gateway Ltd.</b>	For Month End <b>January 31, 2015</b>	Date of Report YY/MM/DD <b>2015/02/05</b>
Issuer Address <b>1140-13700 Mayfield Place</b>		
City/Province/Postal Code <b>Richmond, B.C. V6V 2E4</b>	Issuer Fax No. <b>(604) 278-1139</b>	Issuer Telephone No. <b>(604) 278-1135</b>
Contact Name <b>Dieter Peter</b>	Contact Position <b>President &amp; CEO</b>	Contact Telephone No. <b>direct: (604) 278-1132</b>
Contact Email Address <b>info@nassvalleygateway.com</b>	Web Site Address <b>www.nassvalleygateway.com</b>	