

## **MONTHLY PROGRESS REPORT-FORM 7**

**Name of Listed Issuer: Nass Valley Gateway Ltd. (the "Issuer" or "Nass Valley").**

**Trading Symbol: NVG**

**Number of Outstanding Listed Securities: 312,679,477 common shares**

**Date: July 4, 2019**

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 Exchange 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 Exchange 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 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.

**As of April 1st, 2019, Nass Valley Gateway's Board of Directors and executive management team has chosen to devote 100% of its resources to the expansion of its CBD production, manufacturing, and CBD marketing businesses. The company is in the final stages of cementing agreements to acquire multiple CBD-related businesses including a lab for CBD oil extraction and isolate production, a sales center, and a product manufacturing and distribution facility. All production facilities and packaging/labeling will be FDA approved. NVG will produce and sell its own branded products under the Nass Valley Gateway brand. Management anticipates sales to commence in Q3 2019.**

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

In addition, the resignation of Chairman of the Board and Director Dieter Peter, and Directors Eric Peter Kaiser, and Andrew Von Kursell were accepted by the Board of Directors. CEO John Affenita is acting Chairman of the Board at this time until a replacement is found. The BoD was pleased to announce the addition of Michael Semler, who is the CFO of NVG, and actor/ businessman Armand Asante to the Board of Directors per their respective effective dates. There is a current search for two additional board members and also a COO. The Board anticipates these positions should be filled by the end of July 2019.

3. 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.

**NONE**

4. 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.

1. **LOI with CSB Supply BV ("CSB") of The Netherlands executed under the conditions that the Definitive Agreement will be extended on or before**

**July 31, 2019.**

**The Board expects the Definitive Agreement to be completed for review by first week of August 2019. The basic terms of the LOI will not change and the passing of the May 31 2019 deadline will not affect the Definitive Agreement and will be governed under US laws.**

5

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.

**NONE**

6

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 provide details of the relationship.

**There were no acquisitions or dispositions by the Issuer.**

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

**As of April 1st, 2019, Nass Valley Gateway's Board of Directors and executive management team has chosen to devote 100% of its resources to the expansion of its CBD production, manufacturing, and CBD marketing businesses. The company is in the final stages of cementing agreements to acquire multiple CBD-related businesses including a lab for CBD oil extraction and isolate production, a sales center, and a product manufacturing and distribution facility. All production facilities and packaging/labeling will be FDA approved. NVG will produce and sell its own branded products under the Nass Valley Gateway brand. Management anticipates sales to commence in Q3 2019.**

**The company was approached to sell its Pro-Thotics Technologies DME assets at the end Q1 2019 and a definitive agreement is currently being finalized. NVG will retain its substantial patient database as part of the definitive agreement.**

8.

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**

9.

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

**In anticipation of pending disposition of PTI, management is uncertain if current PTI employees will be retained.**

10.

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

**None.**

11. 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**

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

The Issuer has no debts outstanding and with its present adjusted management structure will have sufficient working capital to remain in good standing with all regulatory authorities.

**NONE**

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

**NONE**

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

The Issuer did not receive any loans during the months of May 2019 and has no loans outstanding either to Related or Unrelated Persons.

**NONE.**

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

**In addition, the resignation of Chairman of the Board and Director Dieter Peter, and Directors Eric Peter Kaiser, and Andrew Von Kursell were accepted by the Board of Directors. CEO John Affenita is acting Chairman of the Board at this time until a replacement is found. The BoD was pleased to announce the addition of Michael Semler, who is the CFO of NVG, and actor/ businessman Armand Asante to the Board of Directors per their respective effective dates. There is a current search for two additional board members and also a COO. The Board anticipates these positions should be filled by the end of July 2019.**

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

**The Issuer has historically relied upon equity financing to satisfy its capital requirements and will continue to depend upon equity capital to finance its activities for its growth. Although the Issuer is convinced that**

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**FORM 7 - MONTHLY PROGRESS REPORT**

**January**

**2015**

**Page4**

through the proposed acquisitions a positive cash flow will result for the Nass Valley, the Company will still need additional capital in the future to finance the planned commercialization of its technology projects as soon as possible. Such capital will have to be partly derived from the exercise of outstanding stock options, warrants and also from the cash flow derived through the proposed acquisition, including the completion of measured equity financing or convertible debentures.

The Company has presently operating income through its acquisition but will most likely raise additional funds in order to meet its rapid development objectives. Even though 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 additional acquisitions. 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 proposed projects.

There can be no assurance that continual fluctuations in the Company's share prices will not occur or that such fluctuations will not affect the ability of the Company to raise additional equity funding, and if at all, can be achieved via financial instruments avoiding significant additional dilution to its existing shareholders. Any quoted market for the common shares will be subject to market trends generally, notwithstanding any potential success of the Company in creating revenue, cash flows or earnings.

Although the Company believes that its subsidiaries' operations are in material compliance with current applicable regulations, no assurance can be given that a future change of laws will not result in a curtailment of production or a material adverse effect on the Company's business, financial condition, results of operations and prospects under development.

## 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 was 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 7 Monthly Progress Report is true.

Dated: **July 4, 2019.**

**John Affenita**  
Name of Director or Senior  
Officer

**"John A(fenita)"**  
Signature  
**President & CEO**  
Official Capacity

	For Month Ended <b>June 31, 2019</b>	Date of Report YY/MM/D <b>19/07/4</b>
Issuer Address <b>170-422 Richards Street</b>		
City/Province/Postal Code <b>Vancouver, B.C. V6B 2Z4</b>	Issuer Fax No. <b>(604) 568-9844</b>	Issuer Telephone No. <b>(516) 680-0433</b>
Contact Name <b>John Affenita</b>	Contact Position <b>President &amp; CEO</b>	Contact Telephone No. <b>Direct (516) 680-0433</b>
Contact Email Address <b>info@nassvalleygateway.com</b>	Web Site Address <b>www.nassvalle3tgatewa3t.com</b>	