

CASCADIA CONSUMER ELECTRONICS CORP.

(the “Company”)

MANAGEMENT DISCUSSION AND ANALYSIS

For the Nine Months Ended October 31, 2017

The following Management Discussion and Analysis (“MD&A”) has been prepared by management as of January 2, 2018, should be read in conjunction with the condensed interim consolidated financial statements and related notes of the Company for the nine months ended October 31, 2017 and the audited consolidated financial statements and related notes of the Company for the years ended January 31, 2017. The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All amounts are stated in Canadian dollars unless otherwise indicated.

FORWARD LOOKING STATEMENTS

This MD&A contains certain forward-looking information and statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions as at the date of this MD&A. The words “expects”, “plans”, “anticipates”, “believes”, “intends”, “estimates”, “projects”, “potential”, “interprets”, “may”, “will” and similar expressions identify forward-looking statements. The forward-looking statements reflect the current beliefs of the management of the Company, and are based on currently available information. Readers are cautioned not to place undue reliance on these statements as they are subject to known and unknown risks, uncertainties and other factors, which could cause the actual results, performance, or achievements of the Company to differ materially from those expressed in, or implied by, such forward-looking statements. The Company assumes no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or any other reason.

OVERVIEW

Cascadia Consumer Electronics Corp. (the “Company” or “Cascadia”) was incorporated on November 10, 2011 under the laws of British Columbia, Canada. Cascadia is a technology operating in Vancouver, Canada and Beijing, China. Its registered office is located at 20th floor – 250 Howe Street, Vancouver, British Columbia V6C 3R8, and head office is at Suite 1552 – 701 West Georgia Street, Vancouver, British Columbia V7Y 1C6. In September 2013, the Company was approved for listing on the Canadian Securities Exchange (“CSE”). The Company’s common shares commenced trading on the CSE at the opening of markets on September 12, 2013 under the symbol “CK”.

Subsidiaries

1. Dissolving wholly owned subsidiary

On February 6, 2015, 0945081 BC Ltd., a wholly owned subsidiary of Cascadia was dissolved. All assets and liabilities of the subsidiary were transferred to the parent Company.

2. Incorporating Wholly Foreign Owned Enterprise (often referred to as a “WFOE”)

On October 9, 2015, the Company incorporated a WFOE in China under the name “Tianjin Bocui Technology Limited” (“Bocui”). Among other benefits, WFOEs can give greater control over business ventures in mainland China and avoid a multitude of problematic issues which can potentially result from dealing with a domestic joint venture partner. The Company intends on using Bocui to explore business opportunities, specifically in the consumer-to-consumer, business-to-consumer and business-to-business web portal sales services industry.

3. Incorporating wholly owned subsidiary

On December 22, 2015, the Company incorporated a wholly owned subsidiary “Allcoin Technology Ltd.” (“Allcoin”). Cascadia registered “www.allcoin.com” website and all allcoin.com subdomains (collectively, the “Websites”) and all of the assets related to Websites (the “Assets”) purchased on

December 30, 2015 through a third party under Allcoin. On August 23, 2017, Allcoin changed its name to be “CK Fintech Corp.” (“CK Fintech”).

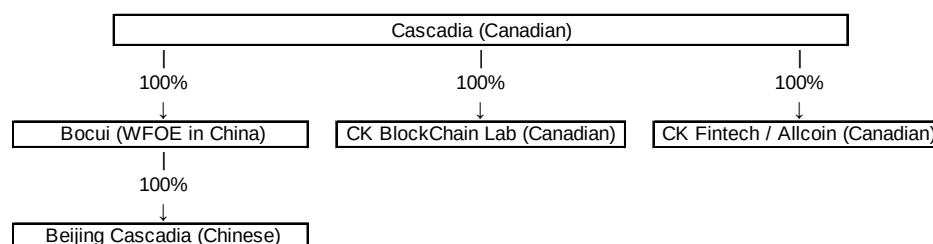
4. Incorporating Chinese subsidiary wholly owned by WFOE Bocui

On February 17, 2016, a Chinese subsidiary “Beijing Cascadia Technology Limited” (“Beijing Cascadia”) is incorporated under Bocui. This subsidiary is mainly used to ease of the daily operation in Beijing.

5. Incorporating a wholly owned subsidiary

On September 28, 2017, the Company incorporated a wholly owned subsidiary “CK Blockchain Lab Corp.” to research and develop blockchain products.

The detail structure of the Company is shown as follows:



The presentation of the Company is the Canadian dollar. The functional currency of the Company and its subsidiaries is also the Canadian dollar except for Beijing Cascadia. Beijing Cascadia had limited operations since its incorporation in 2016 and had been relying on funding from Cascadia to support its operations. Therefore, the functional currency of Beijing Cascadia was the Canadian dollar until February 1, 2017 when Beijing Cascadia started to provide technology consulting service to customers in China. Therefore the functional currency of Beijing Cascadia has been changed from the Canadian dollar to Chinese Yuan since February 1, 2017.

DISCUSSION OF OPERATIONS

Cascadia is a technology company operating in China and Canada. In December 2015, the Company acquired a website “www.allcoin.com”, and is working on establishing an internet platform to utilize block chain technology to facilitate trading among its users. The Company is in the process of transition to a blockchain and cryptocurrency company, which is subject to the approval from the Canadian Securities Exchange.

In addition, Beijing Cascadia, a subsidiary under the Company’s WFOE Tianjin Bocui in China, entered into technology consulting service contracts with customers to develop websites and provide technical services. As at October 31, 2017, the Company recorded \$775,492 as revenue pursuant to the service contracts.

REVIEW OF THIRD QUARTER FINANCIAL RESULTS

Three months ended October 31, 2017 compared to the three months ended October 31, 2016

During the three months ended October 31, 2017, the Company reported a net loss of \$403,216, compared to net loss of \$139,439 in the correspondence period in 2016. This was mainly attributable to the combination result of the followings:

1. revenue of \$110,641 for the three months ended October 31, 2017 compared to \$nil in the same period of 2016 from technology service provided by Beijing Cascadia;
2. an increase of \$181,718 in salary and benefits expense from \$136,809 for the three months ended October 31, 2016 to \$318,527 for the same period in 2017, due to more technical employee hired for the technology service contracts and allcoin.com development in China;

3. an increase of \$119,709 in office and miscellaneous expense from \$34,871 for the three months ended October 31, 2016 to \$154,580 for the same period in 2017, mainly due to more business activities in Beijing Cascadia for the current period;
4. an increase of \$25,039 in rent from \$23,418 for the three months ended October 31, 2016 to \$48,457 for the same period in 2017, due to more spaces needed with more employees hired in Beijing Cascadia;
5. an increase of \$28,202 in professional fees with \$11,199 for three months ended October 31, 2016 to \$39,401 for the same period of 2017, due to the expansion of the business;
6. an decrease of \$18,308 in foreign exchange gain with \$53,414 in foreign exchange gain in three months ended October 31, 2017 compared to \$71,722 in the same period of 2016, mainly due to the majority of the cash balance is denominated in the US dollar and the US dollar appreciated more during the three months period ended October 31, 2016.

Nine months ended October 31, 2017 compared to the nine months ended October 31, 2016

During the nine months ended October 31, 2017, the Company reported a net loss of \$863,664, compared to net loss of \$551,528 in correspondence period in 2016. This was mainly attributable to the combination result of the followings:

7. revenue of \$775,492 for the nine months ended October 31, 2017 compared to \$nil in the same period of 2016 from technology service provided by Beijing Cascadia;
8. an increase of \$671,493 in salary and benefits expense from \$310,290 for the nine months ended October 31, 2016 to \$981,783 for the same period in 2017, due to more technical employee hired for the technology service contracts and allcoin.com development in China;
9. an increase of \$297,147 in office and miscellaneous expense from \$93,156 for the nine months ended October 31, 2016 to \$390,303 for the same period in 2017, mainly due to more business activities in Beijing Cascadia for the current period;
10. an increase of \$116,546 in rent from \$56,667 for the nine months ended October 31, 2016 to \$173,223 for the same period in 2017, due to more spaces needed with more employees hired in Beijing Cascadia;
11. a decrease of \$20,478 in professional fees with \$53,189 for nine months ended October 31, 2017 compared to \$73,667 for the same period of 2016, due to the professional fee incurred for the acquisition of www.allcoin.com website in 2016;
12. a decrease of \$14,020 in share-based compensation with \$nil in nine months ended October 31, 2017 compared to \$14,020 in the same period of 2016, due to 200,000 units of stock options granted to the directors and officers of the Company on March 15, 2016;
13. an decrease of \$36,488 in foreign exchange loss with \$29,044 in foreign exchange loss in nine months ended October 31, 2017 compared to gain of \$7,444 in the same period of 2016, mainly due to the majority of the cash balance is denominated in the US dollar and the US dollar depreciated more in the nine months period ended October 31, 2016.

SUMMARY OF QUARTERLY RESULTS

The following financial information for the Company has been derived from the Company's financial statements for the Company's most recent 8 quarters.

	For the Three Months Ended							
	Fiscal 2018			Fiscal 2017				Fiscal 2016
	Oct. 31,	July 31,	Apr. 30,	Jan. 31,	Oct. 31,	July 31,	Apr. 31,	Jan. 31,
	2017	2017	2017	2017	2016	2016	2016	2016
	\$	\$	\$	\$	\$	\$	\$	\$
Revenues	110,641	243,708	421,143	-	-	-	-	-
Net income (loss)	(403,216)	(464,872)	4,424	(2,184,917)	(139,439)	(158,719)	(253,370)	(146,265)
Earning (loss) per share								
Basic	(0.01)	(0.01)	0.00	(0.04)	0.00	0.00	(0.01)	0.00
Diluted	(0.01)	(0.00)	0.00	(0.04)	0.00	0.00	(0.01)	0.00

The Company has limited operation until Beijing Cascadia entered into technology consulting service contracts with customers and started to generate revenue of \$775,492 during the nine months ended October 31, 2017. The significant loss during the three months ended January 31, 2017 is mainly due to the stock base compensation of \$1,560,000.

LIQUIDITY AND CAPITAL RESOURCES

Historically the Company has been successful in raising capital through private placements to finance day-to-day operation and expansion. The Company continually reviews operational results and expenditures to ensure adequate liquidity to support its growth strategy while maintaining the current operation. However, there is no guarantee that the Company will have access to future capital or the ability to generate positive cash flows.

As at October 31, 2017, the Company had a cash balance of \$2,400,619 compared to a cash balance of \$2,568,319 as at January 31, 2017. The cash decreased because of the cash used in operating activities during the nine months period ended October 31, 2017.

The Company had a working capital of \$1,323,047 as at October 31, 2017 compared to the working capital of \$2,215,022 as at January 31, 2017. The Company had a deferred revenue of \$551,812 related to technology service contracts and a short-term loan of \$97,150. The short-term loan was received on October 20, 2017 and is repayable within one year. The loan bears interest of 9% per annum. In addition, the Company has completed a non-broker private placement financing on December 29, 2017 of 15,410,101 common shares at a price of \$0.50 per share, for gross proceeds of 425 bitcoins ("BTC"), which is equivalent to \$7,705,054.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

- As at October 31, 2016 - \$6,279) owed by P2P Info. Inc. ("P2P"), a company related with some common directors. The Company and P2P share office rent equally. This amount was paid off by P2P on October 31, 2017. Pursuant to the agreement, Cascadia and P2P terminates the sharing office agreement from November 1, 2017.
- The Company incurred the following compensation to key management personnel of the Company:

		Nine Months Ended	Nine Months Ended
		October 31, 2017	October 31, 2016
		\$	\$
Salaries and Benefits	Directors and Officers	39,377	62,554
Share-Based Compensation	Directors and Officers	-	11,216
Total Remuneration		39,377	73,770

Key management includes directors, the Chief Executive Officer ("CEO"), the Chief Financial Officer ("CFO"), and the Chief Operating Officer ("COO") of the Company.

DIRECTORS AND OFFICERS

Di Deng	Director, Chair of Audit Committee
Rui Wang	Chief Executive Officer and Director, Member of Audit Committee
Shanshan Zhu	Director, Member of Audit Committee
Garry Wong	Chief Financial Officer
Xiaochuan Guo	Chief Operating Officer

OUTSTANDING SHARE DATA AS AT JANUARY 2, 2018

	Number Outstanding (#)	Exercise Price (\$)	Expiry Date
Common shares	71,977,438		
Common shares issuable on exercise:			
Stock options	300,000	0.16	October 7, 2018
Stock options	100,000	0.16	December 8, 2019
Stock options	200,000	0.12	March 15, 2021
Warrants	10,951,400	0.10	November 27, 2020
Warrants	28,500,000	0.12	March 24, 2021

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of these consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions which affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and revenues and expenses for the periods reported. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results could differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Judgements are choices in accounting policies and disclosures which management believes are supported by facts and circumstances existing at the date of the consolidated financial statements.

Significant areas requiring the use of management estimates include the assumptions used in valuing options in share-based compensation calculations using the Black-Scholes Option Pricing Model, including determination of the volatility rate. There are no options granted during the nine months ended October 31, 2017

Critical accounting judgements are accounting policies that have been identified as being complex or involve subjective judgments or assessments with a significant risk of material adjustment in the next year. Significant judgement areas include the ability of the Company to continue as a going concern. These unaudited condensed interim consolidated financial statements have been prepared on a going concern basis which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. For the nine months ended October 31, 2017, the Company incurred net loss of \$863,664. As at October 31, 2017, the Company had cash of \$2,400,619 and working capital of \$1,323,047. In addition, the Company has completed a non-broker private placement financing on December 29, 2017 of 15,410,101 common shares at a price of \$0.50 per share, for gross proceeds of 425 bitcoins ("BTC"), which is equivalent to \$7,705,054. Therefore, the Company has sufficient cash and working capital to support the Company's operation in the next twelve months and the going concern assumption is appropriate.

FINANCIAL INSTRUMENTS

The Company classifies its cash and cash equivalents as a financial asset at fair value through profit or loss ("FVTPL"), amounts receivables as loans and receivables, its accounts payable and accrued liabilities and short term loan as other financial liabilities. The carrying amount of loans and receivables financial assets and other financial liabilities carried at amortized cost is a reasonable approximation of their fair value due to the relatively short period to maturity of these financial instruments.

Fair value

Financial instruments measured at fair value on a recurring basis are classified into one of three levels in the fair value hierarchy based on the degree to which the inputs used to determine the fair value are observable. The three levels of the fair value hierarchy are:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash and cash equivalents of \$2,400,619 is classified as Level 1. There were no transfers into or out of Level 2 or Level 3 during the nine months ended October 31, 2017.

Financial risk management

The Company's financial risks arising from its financial instruments are currency risk, credit risk, liquidity risk and interest rate risk. The Company's exposure to these risks and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner.

Currency risk

The Company's expenses are mainly denominated in Canadian dollars for operations. As the Company has significant amount of GIC in US dollars, it also faces exchange rate fluctuation relative to the US dollar.

Significant change in the currency exchange rates between the Canadian dollar relative to the US dollar could both have effect on the Company's results of operations, financial position and / or cash flow. If the US dollar appreciates / depreciates 5%, the Company's net loss and deficit would decrease / increase by approximately \$116,263, which arises primarily from the Company's GIC in US dollars.

Credit risk

Credit risk is the risk of potential loss to the Company if the counter party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. The Company's credit risk with respect to its cash is minimal as it is held with a large financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its obligations associated with its financial liabilities as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage, as outlined in Note 9. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations. As October 31, 2017, the Company had a working capital of \$1,323,047. All of the Company's financial liabilities are classified as current.

Interest rate risk

The Company is exposed to interest rate risk on its GIC. The Company has no interest-bearing debt. The Company has not entered into any derivative instruments to manage interest rate fluctuations. The Company is not exposed to significant interest rate risk.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

Changes in accounting policy

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB that are mandatory for future accounting periods. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below.

Standard effective for annual periods beginning on or after January 1, 2018

IFRS 9 *Financial Instruments* - In November 2009, as part of the IASB project to replace IAS 39 "*Financial Instruments: Recognition and Measurement*", the IASB issued the first phase of IFRS 9, that introduces new requirements for the classification and measurement of financial assets. The standard was revised in October 2010 to include requirements regarding classification and measurement of financial liabilities. In November 2013, the standard was revised to add the new general hedge accounting requirements. The standard was finalized in July 2014 and was revised to add a new expected loss impairment model and amends the classification and measurement model for financial assets by adding a new fair value through other comprehensive income ("FVOTCI") category for certain debt instruments and additional guidance on how to apply the business model and contractual cash flow characteristics test.

IFRS 15 - *Revenue from Contracts with Customers* - On May 28, 2014 the IASB issued IFRS 15. IFRS 15 will replace IAS 11, "Construction contracts", IAS 18, "Revenue", IFRIC 13, "Customer loyalty programmes", IFRIC 15, "Agreements for the construction of real estate", IFRIC 18, "Transfers of assets from customers" and SIC 31, "Revenue – barter transactions involving advertising services". The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time; or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. The new standard applies to contracts with customers. It does not apply to insurance contracts, financial instruments or lease contracts, which fall in the scope of other IFRSs.

Standard effective for annual periods beginning on or after January 1, 2019

IFRS 16 – *Leases* - On January 13, 2016 the IASB issued IFRS 16, "Leases". This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. This standard substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors. Other areas of the lease accounting model have been impacted, including the definition of a lease.

Entities may elect early application of the above standards. The extent of the impact of adoption of these above standards on the consolidated financial statements of the Company has not yet been determined.

SUBSEQUENT EVENT

On December 20, 2017, the Company has been imposed a temporary halt of trading because the Company proposed a fundamental change of business to a blockchain / cryptocurrency company. The proposed change has not been approved by the CSE. The Company intends to file a listing statement with the CSE shortly to obtain approval of the CSE for the proposed fundamental change. Cascadia is halted and will remain halted until the approval is obtained.

On December 29, 2017, the Company closed its non-brokered private placement financing of 15,410,101 common shares at a price of \$0.50 per share, for gross proceeds of 425 bitcoins ("BTC"), which is equivalent to \$7,705,054 based on the exchange rate of USD14,402.24 / BTC published on the CME Bitcoin Real Time Index as determined at 6:00 p.m. (Vancouver, British Columbia time) on December 28, 2017 and the closing exchange rate of CAD1.2588 / USD published by the Bank of Canada on the same day.

ADDITIONAL INFORMATION

Additional information concerning the Company and its operations is available on SEDAR at www.sedar.com.

APPROVAL

The Board of Directors of Cascadia Consumer Electronic Corp. has approved the contents of this management discussion and analysis on January 2, 2018.