# FORM 2A
# LISTING STATEMENT

# CRYPTOBLOC TECHNOLOGIES CORP.

(Formerly Global Remote Technologies Ltd.)

April 3, 2018

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## GLOSSARY

"**1LINX**" means 1LINX Ltd.;

"**1LINX Auditors**" has the meaning ascribed to it in section 21.1;

"**1LINX Shareholders**" means the shareholders of 1LINX;

"**1LINX Shares**" means the common shares in the capital of 1LINX;

**"A&A Partners"** means A&A Partners LLC, a limited liability company owned by the A&A Consultants;

**"A&A Consultants"** means Aly Govani and Ravi Patel;

"**Annual MD&A**" means the Issuer's MD&A for the year ended January 31, 2017;

"**Acquisition**" means the acquisition of all the issued and outstanding 1LINX Ltd. Shares by the Issuer as set out in the Share Purchase Agreement;

"**AML**" means anti-money laundering;

"**API**" means an application program interface, which is a set of routines, protocols, and tools for building software applications that specifies how software components should interact and are used when programming graphical user interface (GUI) components;

"**Associate**" has the meaning ascribed to such term in the *Securities Act* (British Columbia), as amended, including the regulations promulgated thereunder;

"**Auditors**" has the meaning ascribed to it in section 21.1;

"**BCBCA**" means the *Business Corporations Act* (British Columbia), as amended, including the regulations promulgated thereunder;

"**Board**" means the board of directors of the Issuer;

"**Common Shares**" means the common shares of the Issuer;

"**Company**" unless specifically indicated otherwise, means a corporation, incorporated association or organization, body corporate, partnership, trust, association or other entity other than an individual;

"**Computershare**" means Computershare Trust Company of Canada;

"**Cryptocurrency**" means a digital currency, unlike fiat currency, which is based on mathematics alone and is produced by solving mathematical problems based on cryptography;

"**CSE**" means the Canadian Securities Exchange;

"**CSE Listing**" means the listing of the Common Shares on the CSE;

"**Financial Statements**" means the statement of financial position of the Issuer as at January 31, 2017, 2016 and the statements of comprehensive loss, changes in shareholders' equity (deficiency), and cash flows for the years then ended;

"**Fintech**" means the financial technologies used and applied in the financial services sector, chiefly used by financial institutions on the back end of their businesses;

"**Governmental Authority**" means any (a) multinational, federal, provincial, territorial, state, regional, municipal, local or other government, governmental or public department, court, tribunal, commission, board or agency, domestic or foreign, or (b) regulatory authority, including any securities commission, or stock exchange, including the CSE;

"**Hash**" refers to a mathematical process that takes a variable amount of data and produces a shorter, fixed-length output and which has two important characteristics: (i) it is mathematically difficult to work out what the original input was by looking at the output; and (ii) changing even the smallest part of the input will produce an entirely different output;

**"HVAC"** heating, ventilation, and air conditioning.

"**Issuer**" means Cryptobloc Technologies Corp. (formerly known as Global Remote Technologies Ltd.);

**"KYC"** means Know Your Customer.

"**Listing Date**" means the date of the CSE Listing;

"**Listing Statement**" means this listing statement;

"**MD&A**" means management's discussion and analysis;

"**Mining Rig**" means order computers designed specifically for the purpose of mining cryptocurrencies;

"**Person**" means a Company or individual;

"**Related Party Transaction**" has the meaning ascribed to such term in Multinational Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions.*

"**SEDAR**" means System for Electronic Document Analysis and Retrieval;

"**Share Purchase Agreement**" means the agreement dated December 12, 2017 made among the Issuer the shareholders of 1LINX Shareholders; and

**"Stock Option Plan"** has the meaning ascribed to it in Section 9 of this Listing Statement.

**"Telecom"** means telecommunications.

## FORWARD LOOKING STATEMENTS

*Certain statements contained in this Listing Statement constitute forward-looking information and forward-looking statements (collectively, "forward-looking statements") pursuant to the applicable securities laws. All statements, other than statements of historical fact, contained in this Listing Statement are forward-looking statements, including, without limitation, statements regarding the future financial position, business strategy, proposed acquisitions, budgets, projected costs and plans and objectives of the Issuer. The use of any of the words "anticipate", "intend", "continue", "estimate", "expect", "may", "will", "plan", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. Examples of such statements include: (A) expectations regarding the Issuer's ability to raise capital; (B) the intention to grow the business and operations of the Issuer; and (C) the use of available funds of the Issuer. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this Listing Statement. Such forward-looking statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to: the economy generally; obtaining requisite licenses or governmental approvals to conduct business; the revenues from the Issuer's proposed business in information technology relating to blockchain technology, if any revenues are obtained; consumer interest in the products of the Issuer; competition; and anticipated and unanticipated costs. These forward-looking statements should not be relied upon as representing the Issuer's views as of any date subsequent to the date of this Listing Statement. Although the Issuer has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The factors identified above are not intended to represent a complete list of the factors that could affect the Issuer. Additional factors are noted under "Risk Factors" in this Listing Statement. The forward-looking statements contained in this Listing Statement are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this Listing Statement are made as of the date of this Listing Statement and the Issuer does not undertake an obligation to publicly update such forward-looking statements to reflect new information, subsequent events or otherwise unless required by applicable securities legislation.*

## GENERAL MATTERS

Any market data or industry forecasts used in this Listing Statement, unless otherwise specified, were obtained from publicly available sources. Although the Issuer believes these sources to be generally reliable, the accuracy and completeness of such information are not guaranteed and have not been independently verified.

Statistical information included in this Listing Statement and other data relating to the industry in which the Issuer intends to operate is derived from recognized industry reports published by industry analysts, industry associations and independent consulting and data compilation organizations.

## 2. CORPORATE STRUCTURE

### 2.1. Corporate Name and Office

The Issuer's Registered and Records office is located at Suite 1200 – 750 West Pender Street, Vancouver, British Columbia V6C 2T8.

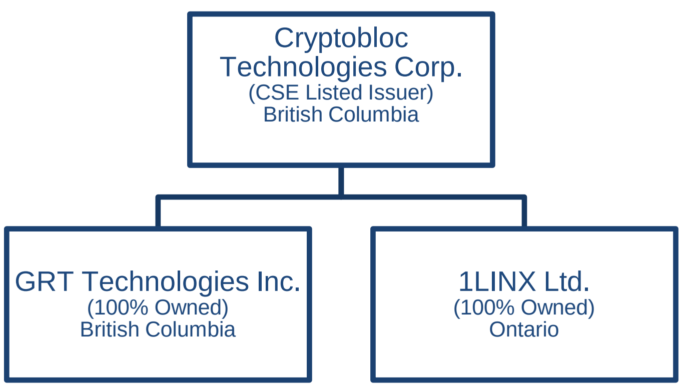
### 2.2. Jurisdiction of Incorporation

The Issuer was incorporated on January 16, 2015 pursuant to the BCBCA under the name of "Global Remote Technologies Ltd.". On March 23, 2018 the Issuer changed its name to "Cryptobloc Technologies Corp". Its head office is located at 4656 Todd Street, Vancouver, British Columbia V5R 3P8. The Issuer has one wholly-owned subsidiary, GRT Technologies Inc. ("GRT"), which it acquired through a reverse merger pursuant to a plan of arrangement which closed on March 13, 2015. Effective January 31, 2017, the Issuer dissolved its formerly wholly-owned subsidiary Global Remote Technologies, LLC, which it acquired on pursuant to a Membership Interest Purchase Agreement which closed on September 28, 2015.

On January 4, 2013, 1LINX was incorporated under the OBCA under the name of "1LINX Ltd.". On January 9, 2018, the Issuer acquired 1LINX pursuant to the Share Purchase Agreement dated December 12, 2017 among the Issuer and the 1LINX Shareholders. Pursuant to the Share Purchase Agreement, the Issuer issued from treasury to the 1LINX Shareholders pro rata in portion to their holdings of 1LINX Shares, an aggregate of 6,000,000 Common Shares. The Acquisition was completed on January 9, 2018.

### 2.3. Intercorporate Relationships

The following chart illustrates the intercorporate relationships that exist among the Issuer and its subsidiaries as of the date hereof.




### 2.4. Fundamental Change

The Issuer is requalifying following the fundamental change, being the acquisition of 1LINX on January 9, 2018. Prior to completing the fundamental change, the Issuer was known as Global Remote Technologies Ltd., with one wholly owned subsidiary, with no other active subsidiaries, affiliates or associated companies and 1LINX was a privately held Ontario company.

### 2.5. Non-Corporate Issuers and Issuers Incorporated Outside of Canada

The Issuer is not a non-corporate issuer or issuer incorporated outside of Canada.

## 3. GENERAL DEVELOPMENT OF THE BUSINESS

### 3.1. General Development of the Business

Cryptobloc Technologies Corp. (the "Issuer") was incorporated under the laws of British Columbia on January 16, 2015. The Issuer's registered office is at Suite 1200, 750 West Pender Street, Vancouver, British Columbia, V6C 2T8. The Issuer also has offices in Denver, Colorado. The Issuer has one wholly-owned subsidiary, GRT Technologies Inc. ("GRT"), which it acquired through a reverse merger pursuant to a plan of arrangement which closed on March 13, 2015. Effective January 31, 2017, the Issuer dissolved its formerly wholly-owned subsidiary Global Remote Technologies, LLC, which it acquired on pursuant to a Membership Interest Purchase Agreement which closed on September 28, 2015.

The Issuer previously provided products and services for use in the oil and gas industry. Its systems were designed to provide customers' key personnel with an early warning system to avoid equipment failures or costly compliance fines. The Issuer collected vital information on the status of equipment, tanks, and pipelines for exploration, production, and transmission of oil, gas and water, compiles the information, and then exported it off-site to a centralized operations center where it was processed and viewed by the Issuer using data analysis software developed by Prospector Technologies. The Monitoring Software was a web based data monitoring and alert system, which communicates essential data to customers' key personnel once collected and analyzed.

On September 18, 2015, the Issuer entered into a participation agreement with Steve Resendez ("Resendez") and Rodney Upchurch ("Upchurch") pursuant to the Purchase Agreement with Terra Recovery Systems, LLC ("Terra"). Pursuant to the participation agreement, the Issuer employed Resendez to assist in promoting, marketing, selling and/or leasing the Helix tool.

On September 28, 2015, the Issuer entered into a Membership Interest Purchase Agreement with Kane Smith, the President of the Issuer, whereby the Issuer agreed to purchase a 100% interest in Global Remote Technologies, LLC ("GRT LLC"), in consideration for $1. GRT was in the business of providing services and technologies for the energy sector, including assisting customers with the construction and implementation of pipeline, refinery, power plant, and mechanical integrity projects, and offers its products and services to Mexican oil companies. GRT LLC's scope of services ranged from project planning and estimating to surveying, development, construction management, safety and quality inspection, start-up, and commissioning. Prior to being acquired, GRT LLC had generated revenue of approximately $1,050,000, and as at the acquisition date, GRT LLC had net assets of $302,243.

On December 28, 2016, the Issuer and Terra Recovery agreed to settle the previous Purchase Agreement via a sellback to Terra Recovery of the Helix assets. Pursuant to the Purchase Agreement dated December 28, 2016, the Issuer agreed to sell a 100% interest in the Helix tools, patents, all master service agreements, the products and the technology, in consideration for $52,692 (US$40,000), of which US$20,000 was to be paid in cash (received) and US$20,000 was received in the form of a promissory note due from Terra Recovery to the Issuer. On January 31, 2017, the Issuer dissolved GRT LLC, which was solely incorporated for the purpose of carrying on the business of the Helix-related assets. As a result, the gain on sale of Helix assets was included in loss from discontinued operations.

On December 12, 2017, the Issuer entered into the Share Purchase Agreement with the 1LINX Shareholders pursuant to which the Issuer acquired all of the issued and outstanding common shares of 1LINX in consideration of issuing to the former shareholders of 1LINX an aggregate of 6,000,000 Common Shares, such that 1LINX became a wholly-owned subsidiary of the Issuer, and the former shareholders of 1LINX became shareholders of the Issuer.

On December 19, 2017, the Issuer entered into two separate consulting agreements (collectively the “1LINX Consulting Agreements”) one between the Issuer, A&A Partners and Ravi Patel and one between the Issuer, A&A Partners and Aly Govani. A&A Partners is an entity owned by Mr. Govani and Mr. Patel (the “A&A Consultants”). Under the terms of the Consulting Agreements, A&A Partners will provide the services of Mr. Patel and Mr. Govani to perform such responsibilities and duties of the as reasonably requested by the Issuer in connection with supporting the transition of the business of 1Linx Ltd. and the operation of the 1LINX business to the Issuer. Under the terms the Agreements, the Issuer will pay A&A Partners $5,000 per month for the services of Mr. Patel and $5,000 per month for the services of Mr. Govani. 50%of the fee shall be decreased for any month in which the revenues of the Issuer attributable to 1LINX’s operations falls below $100,000. Both Mr. Patel and Mr. Govani have agreed to be available for up to 40 hours per month during the term of their respective agreements. Any hours beyond 40 per week will require a $200 per hour fee to be paid by the Issuer. Either of the Consulting Agreements may be terminated by either party on 60 days’ notice.

The acquisition of 1LINX was an arm’s length transaction for the Issuer. No formal valuation was commissioned or received in connection with the Acquisition.

Additional information pertaining to the Issuer including financial information is contained in the various disclosure documents of the Issuer filed with applicable securities commissions and made available through the Internet under the Issuer’s SEDAR profile at www.sedar.com.

### 3.2. Significant Acquisitions or Dispositions

On January 9, 2018, the Issuer completed the acquisition of 1LINX pursuant to the Share Purchase Agreement.

### 3.3. Trends, Commitments, Events or Uncertainties

Except as may be disclosed elsewhere in this Listing Statement, the Issuer is no aware of any trend, commitment, event or uncertainty presently known to management and reasonably expected to have a material effect on the Issuer’s business, financial condition, or results of operations.

# 4. NARRATIVE DESCRIPTION OF THE BUSINESS

## 4.1. Description of the Business

### THE ISSUER

The Issuer had licensed multiple products and technologies for the oil and gas industry. The Issuer began demonstrating the licensed products and technologies to potential customers using “demo kits” that it manufactured in late 2014. In 2015, the Issuer followed up and provided detailed quotes to these potential customers. The Issuer’s licensed products are manufactured on an order-by-order basis and can be fully assembled and ready for use within 30 days following receipt of an order, depending on a customer’s specific needs. Once the Issuer’s products are installed at a customer’s site, the Issuer also links the products to the Issuer’s Monitoring Software and provides ongoing monitoring services to the customer.

In late 2017, the Issuer decided to revamp its business and focus on business channels related to blockchain technology and cryptocurrency mining. The Issuer immediately appointed blockchain and cryptocurrency experienced individuals to its advisory board. Following the appointment the Issuer completed its first strategic acquisition, 1LINX Ltd (“1LINX”). In addition, the Issuer has been actively searching for a facility to host its initial cryptocurrency mining operation and to secure a consistent supply chain of Mining Rigs. As of the date of this Listing Statement the Issuer has not secured a facility.

### 1LINX

1LINX Ltd. was incorporated under the laws of the Province of Ontario on January 4, 2013. The Issuer’s registered office address is 120 East Beaver Creek Road. Suite 200, Richmond Hill, Ontario, L4B 4V1 1LINX provides services for application programming interface (API) in regard operator look-up, customer look-up, IP information and customer friendly user experience.

1LINX was founded in 2013 by the A&A Consultants each of whom have extensive experience in Telecom (see “A&A Consultants” in Item 13.11 of this Listing Statement). They recognized an opportunity in the market to have an open platform leveraging the wireless operator data as an identity source for authentication. Wireless provides have significant data points regarding their subscribers and these data points can act as a secure way to help identify a subscriber and authenticate their transactions. The core technology is based on some of these telecom data attributes.

The founders at 1LINX recognized the security flaws and design weaknesses that can endanger the consumer, his or her data stored on the device or send/received via the network, or the mobile device itself. This is particularly important when dealing with cryptocurrencies and blockchain based technologies. There are over 1,300 crypto currencies today with over $400B market capitalization. Almost every week a new crypto currency exchange is compromised, causing multi-million losses to people who entrusted their coins to the exchange.

1LINX partners with the big 4 US wireless operators (Verizon, ATT, T-Mobile and Sprint) and third party developers (Telesign and Payfone) to provide a streamlined API platform. Today 1LINX processes millions of transactions monthly helping to prevent hundreds of thousands of frauds transaction. Below is a breakdown of 1LINX’s Transaction numbers since September 2017:

| Month | Number of Transactions Processed |
|---|---|
| **September 2017** | 383,744 |
| **October 2017** | 511,191 |
| **November 2017** | 1,059,066 |
| **December 2017** | 3,234,650 |
| **January 2018** | 1,376,988 |
| **February 2018** | 481,932 |

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## *1LINX APIs*


1LINX API's are described in the graphic above. These API's are useful for blockchain based companies as they can confirm the location and identification of individuals based on their phone number. The 1LINX platform connects the client's software to the databases of wireless providers. When a client's end user signs up for their service, the 1LINX platform can cross reference the information provided by the end user with the information associated with the phone number provided by the end use and cross references the information with the IP address of the end user.

## *Blockchain*

Blockchain is an innovative technology that delivers the potential for a powerful new form of transactional trust. It is considered by a growing number of people to be to be the most important technology-driven innovation since the introduction of the Internet.

Blockchain is an algorithm and distributed data structure for managing data without a central administrator among people who know nothing about one another. Originally designed for the crypto-currency Bitcoin, the blockchain architecture was driven by a radical rejection of traditional money and bank-controlled payments.

Blockchain monitors and verifies transactions by calling upon a decentralized network of volunteer-run nodes to, in effect, vote on the order in which transactions occur. The network's algorithm ensures that each transaction is unique

### *History of Blockchain.*

The blockchain was first defined in the original source code for Bitcoin. Bitcoin is a virtual currency, invented in October 2008 with the publication of “Bitcoin: A Peer-to-Peer Electronic Cash System,” a paper written by Satoshi Nakamoto, an alias.

Blockchain, the technological underpinning of cryptocurrencies, was quickly recognized as a disruptive technology that offers enhanced transparency and accessibility of records, with potentially transformative effects on record-keeping, reporting and assurance practices. It has the potential to revolutionize information management – starting with the transactions are processed and recorded, to the way they are reported and verified.

Blockchain technology enables the transfer of various classes of assets and value without the need for third-party verification. Capital markets and the broader financial services industry are a natural point of implementation. However, blockchain’s implications are far reaching and extend well beyond the financial services sector.

### *What is blockchain technology?*

The blockchain is a decentralized distributed digital ledger. It is a database that exists in multiple copies across multiple computers with no single, centralized database or server. Transactions on the blockchain are signed digitally, using asymmetric cryptography using a public and private key that are related mathematically but due to the complexity of the mathematics these are computationally infeasible to guess.

Computers participating in a blockchain use an automated process to validate the format of the transaction record to be included in the next block. Once this “consensus” is reached, the information is recorded in a block.

New blocks are created by the process of “mining”, which validates new transactions and adds them to the blockchain. To mine new blocks the miners applies computing power to solve for a unique hash based on encryption, by solving the hash for the block, the miner competes for the cryptocurrency reward. The successful rewarding is also known as “proof of work” and verifies the data within the block and is therefore appended to the chain. The difficulty of the math has increased exponentially, as is the computational power needed to solve it, hence the proof of work concept. Most mining operations are comprised of vast farms of pooled computing resources.

Because transactions within the blockchain can be traced to the authorized originator, an audit trail is automatically created. Since transactions are permanent, auditors, regulators, and others could gain unprecedented insight into the state of accounts, which includes not only the most recent transaction but also a complete record of all transactions.

## *Cryptocurrency Mining*

Miners can range from individual enthusiasts to professional mining operations with dedicated datacenters, however, the vast majority of mining is now undertaken by mining pools. A mining pool is created when cryptocurrency miners pool their processing power over a network and mine transactions together. Rewards are then distributed proportionately to each miner based on the work / hash power contributed. Mining pools allow miners to pool their resources, so they can generate blocks quickly and receive rewards on a consistent basis instead of mining alone where rewards may not be received for long periods.

Users have used various types of hardware over time to mine blocks:

CPU Mining - Early Bitcoin client versions allowed users to use their computer processors ("CPUs") to mine. The advent of graphic processor ("GPU") mining made CPU mining financially impractical as the hashrate of the network grew to such a degree that the amount of coins produced by CPU mining became lower than the cost of power to operate a CPU.

GPU Mining - GPU Mining is drastically faster and more efficient than CPU mining. GPU mining is typically less profitable than mining with an ASIC (defined below). However, GPU cards are universal in the sense that they can switch to many difference algorithms.

ASIC Mining- An application-specific integrated circuit ("ASIC"), is a microchip designed and manufactured for a very specific purpose. ASICs designed for Bitcoin mining were first released in 2013. For the amount of power they consume, they are vastly faster than all previous technologies.

Mining services (Cloud mining) - Mining contractors provide mining services with performance specified by contract, often referred to as a "Mining Contract." They may, for example, rent out a specific level of mining capacity for a set price at a specific duration.

Subject to obtaining necessary financing, the Issuer intends to expand into cryptocurrency mining. The Issuer is actively searching for facilities located in a cool climate, low energy cost, and secure environment. The Issuer initially plans to use third party consultants and tradespersons to set up and operate the initial facility. The Issuer may manage its facility in house in the future once management is satisfied that no outside expertise is necessary. The Issuer expects to rely on outside consultants to refine its cryptocurrency mining business model, assist with strategy on types of currencies to mine and assist in developing formal procedures with respect to security and custody of digital assets, conflicts of interest, and trading of digital assets.

### *Coins to Mine*

The Issuer will rely on outside consultant expertise to determine which cryptocurrencies to mine. The Issuer expects to mine Bitcoin primarily but may elect to mine alternative cryptocurrencies including, but not limited to:

*Ethereum* - Ethereum is a decentralized platform that runs smart contracts: applications that run exactly as programmed without any possibility of downtime, censorship, fraud or third-party interference. These apps run on a custom built blockchain, an enormously powerful shared global infrastructure that can move value around and represent the ownership of property.

*Bitcoin Cash* - is a result of a prolonged disagreement on how to handle the bitcoin scalability problem. A group of people not content with the Segregated Witness bitcoin rule change decided to increase bitcoin transaction capacity eight times. The change took effect on 1 August 2017. The change is incompatible with the existing bitcoin rules, which is why it is called a hard fork. As a result, the bitcoin ledger and the cryptocurrency split in two.

*Litecoin* - Litecoin is a peer-to-peer cryptocurrency created by Charlie Lee. It was created based on the Bitcoin protocol but differs in terms of the hashing algorithm used. Litecoin uses the memory intensive Scrypt proof of work mining algorithm. Scrypt allows consumer-grade hardware such as GPU to mine those coins. The transaction confirmation time taken for Litecoin is about 2.5 minutes on average (as compared to Bitcoin's 10 minutes). The Litecoin network is scheduled to cap at 84 million currency units.

*Monero* - is an open-source cryptocurrency created in April 2014 that focuses on privacy and decentralization that runs on Windows, macOS, Linux, Android, and FreeBSD. Monero uses a public ledger to record transactions while new units are created through mining. Monero aims to improve on existing cryptocurrency design by obscuring sender, recipient and amount of every transaction made as well as making the mining process more egalitarian.

*Dash* - Dash (formerly known as Darkcoin until March 26, 2015) is a cryptocurrency that focuses on privacy and anonymity. On top of Bitcoin's feature set, it currently offers instant transactions (InstantSend), private transactions (PrivateSend) and operates a self-governing and self-funding model that enables the Dash network to pay individuals and businesses to perform work that adds value to the network. Dash's decentralized governance and budgeting system makes it a decentralized autonomous organization (DAO). As of the current design, there will only be 22 million Dash ever created, making it a deflationary currency.

However, the Issuer does not have immediate plans to mine any cryptocurrencies outside of the top fifteen ranked cryptocurrencies based on market capitalization. However, management may determine that it is in the best interests of the Issuer to mine coins with significantly smaller market capitalizations.

### *Cryptocurrency Storage*


The Issuer will utilize the Trezor cold storage hardware wallet that is not connected to the internet to store the private keys associated with the majority of its coins. Trezor wallets are small USB powered devices that allows the user to access their cryptocurrencies. Trezor wallets are readily available from online retailers and are designed with consumer level ease of use. Trezor cannot be infected by malware a and never exposes private keys which make it as safe as holding traditional paper money. Trezor is open source and transparent, with all technical decisions benefiting from wider community consultation. To use the Trezor wallet, the hardware, which resembles a small portable music player, physically must be with the sender at the time digital currency is sent. This, therefore, makes Trezor best for investors who want to keep large amounts of digital currency highly secure.

From time to time, the Issuer will temporarily transfer currency from the Trezor wallet to an online trading exchange in order to sell digital currencies. The Issuer will strictly limit the amount and duration of time any currency is stored on the exchange. The exchange will be used on a limited basis to sell coins. Once the transactions are completed, the Issuer will then immediately transfer funds to a cold storage wallet where private keys are kept offline and not connected to the internet. All funds from the cryptocurrency mining operations will be directed to the Trezor cold storage wallet and only transferred to fiat currency on the exchange.

To ensure the safety and security of the Trezor wallet, and ultimately the Issuer's private key, it will be stored at a financial institution in a safety deposit box. In the event that the Trezor is lost or stolen, the wallet can be cancelled, and the private key can only be recovered using the backup security code. This backup security code consists of 24 randomly generated words and will be stored in a safety deposit box at a different location than the Trezor wallet.

The Issuer will continuously evaluate and update processes and procedures, including its use of the Trezor cold storage wallet and reputable trading exchanges, to ensure a high level of cyber security.

### *Cryptocurrency Exchange*

An exchange is an online website where you can buy and sell cryptocurrencies. Common exchanges include Gemini, Bittrex, Poloniex and Coinbase. Private keys stored on an exchange are vulnerable in the event the exchange is hacked. The risk is very similar to online banking which is more prone to security breaches.

Like banks that have an online presence, online wallets and exchanges go to extreme measures to ensure security; however, like any site connected to the internet it is not impenetrable. The safest way to store private keys is to have a device that is stored in a safe location that is not connected to the internet.

Many online exchanges and wallets are starting to store the majority of their funds in cold wallets.

## BUSINESS OBJECTIVES

### *Initial Stage – Not Subject to Financing.*

### *1LINX Transition*

Initially, the Issuer will continue to operate the 1LINX business with the assistance of A&A Partners until such time as the Issuer is able to operate the 1LINX business without the need for outside consulting. The Issuer hopes to have this completed within 3-9 nine months. In order to complete the transition, current management will need to be able to monitor the platform and address any technical issues. If management determines that it is not able to perform these tasks without assistance, the Issuer will continue its contract with A&A Partners indefinitely. The Issuer expects to be able to continue the 1LINX business without requiring any additional financing.  Without raising any additional funds, the issuer plans to operate the 1LINX business and scale as revenues permit.

## *Growth Stage – Subject to Financing*

If the Issuer is able to raise sufficient financing, it will supplement its blockchain services model and expand into cryptocurrency mining.

### *Blockchain Services*

Blockchain businesses, particularly cryptocurrency related business, are targets for fraudulent actors. Further, these businesses are subject to a constantly shifting regulatory landscape. Many of these businesses are trying to get ahead of regulation by adopting policies used in analogous industries. Such analogous industries including but not limited to: banks, currency brokerage, brokerage firms, public companies, financial advisors, payment processors and securities exchanges.  As a result, these businesses will need to develop protocols in house or outsource such procedures to third-party service providers. 1LINX's platform already allows such business to outsource a portion of their client verification procedures assisting with Know Your Customer (KYC) and Anti-Money Laundering (AML) requirements.

Subject to obtaining sufficient financing, the Issuer will invest in expansion of its portfolio of services. The investment would consist of onboarding of skill employees or engaging qualified consultants. The Issuer hopes that such individuals will provide the necessary expertise to permit the Issuer to bolster the 1LINX platform by coding added services in house, identifying small businesses to acquire and integrate the acquired software, and/or integrating existing services provided by third party service providers into the 1LINX platform.

Any acquisitions or partnerships will only be executed following a thorough examination of the source code of these prospective companies. While there are always going to be unique coding techniques and habits, the Issuer will do its very best to examine and assess the challenges on a case by case basis to mitigate this risk. Although Blockchain technology is a nascent field – much of the early development has been made public knowledge through open source projects. This wealth of information will help to guide effective development.

The specific services to be added are more conceptual in nature at this time as the Issuer will rely on the expertise of new team members to strategize which added service areas to target.

The hiring of technical engineering talent is a competitive field and can sometimes take longer than expected to complete. The Issuer may work with development companies or technology staff recruiters to help alleviate this risk.

If the issuer identifies a small business that provides services independent of 1LINX's platform, the Issuer may elect to acquire this business and allow the business to operate independently. Such acquisition is not currently planned but the Issuer may for sound business purposes re-allocate the funds to alternate Blockchain solutions unrelated to compliance.

*Cryptocurrency Mining*

Subject to obtaining sufficient financing, the Issuer will expand into cryptocurrency mining. The steps involved will be to secure a facility, order Mining Rigs, build out the facility, configure the Mining Rigs, and maintain the operation.

Management has investigated potential venues in Las Vegas, Nevada, and Quebec City, Quebec but has not secured a facility. The facility has a few prerequisites that will determine the viability of an operation. The first is electricity availability and cost. Typically, each Mining Rig will need 800-1500W to operate. Therefore, a target of $0.12 or less per kilowatt hour is preferable. If the facility is not or cannot be equipped with the necessary electrical requirements it will not be suitable for cryptocurrency mining. The next requirement is cooler temperatures. Either the facility will need to be located in cooler climates or air conditioning will be needed. Air conditioning would have a detrimental impact on the profitability of the operation. The next requirement is high speed internet. A fiber optic internet connection would be ideal. If the facility cannot support high bandwidth usage, then it will not be suitable.

Once a space is leased, the Issuer will solicit quotes for Mining Rigs. The cost of the Mining Rigs is dictated by the profitability of the type of mining algorithm used by the Mining Rig and the availability of the Mining Rigs. If the Issuer is unable to source Mining Rig's at an acceptable rate, then the profitability will be negatively affected. The Mining Rigs will either be ASICs or machines containing multiple GPU cards.

While the Issuer awaits delivery of the Mining Rigs the Issuer will engage third party consultants and tradespersons to upgrade the space to meet the necessary specifications. It is possible that the consultants would be able to aid with sourcing the Mining Rigs in addition to assisting the Issuer in refining its business model.

## MILESTONES

To achieve the business objectives set out above, the following milestones must be met by the Issuer:

| Description | Timeframe | Contingent on Raising Additional Capital | Funds Required |
|---|---|---|---|
| Transition of 1LINX business | 3-9 months | No | 15,000-90,000 |
| Onboard staff to further expand blockchain services and develop cryptocurrency mining strategy | 3-12 months | Yes | 1,000,000 |
| Commence cryptocurrency mining operations at facility | 3-12 months | Yes | 3,000,000 |

## FUNDS AVAILABLE

As of December 31, 2017, the Issuer had estimated working capital of $161,802. The following table describes how the Issuer will spend its current working capital if it does not raise added capital or generate any revenues within 12 months:

| ***Expense*** | ***Amount ($)*** |
| --- | --- |
| ***A&A Consulting*** | ***30,000*** |
| ***General and Administrative*** | ***100,000*** |
| ***Professional Fees*** | ***20,000*** |
| ***Unallocated Working Capital*** | ***11,802*** |
| ***Total*** | ***161,802*** |

Notes:

(1) Estimated based on 6 months of services at $2,500 per consultant. In the event the issuer generates monthly revenues above $100,000 in any month from the 1LINX business, of which there is no assurance of such revenues, the monthly cost will increase to $5,000 per consultant for that month.

(2) General and Administrative fees will consist of management fees, filing fees, rent and office expenditures.

(3) Professional fees will consist of legal and audit expenses.

Of the amounts set forth above, the Issuer has estimated the following payments to be made to related parties:

- Management fees of $25,000 to be paid to Neil Stevenson-Moore;
- Management fees of $20,833 to be paid to Akash Patel; and
- Management fees of $20,833 to be paid to Ken Phillipe;

In the event that it wishes to complete any capital expenditures in addition to the amounts set forth above, the Issuer will utilize its unallocated working capital and, if required, raise additional capital through equity or debt financing. There is no assurance that the Issuer will be successful in raising additional capital or that if additional capital is required, that it will be available on terms acceptable to the Issuer.

## OPERATIONS

### *Principal Products*

The Issuer's principal products consist of its 1LINX API platform. The platform uses information from telecommunications providers to authenticate the phone number used by the customer and the confirm the identity information provided by the customer. The 1LINX Platform enables companies to verify customer identities by confirming the information they provide. When a company uses the 1LINX platform they share customer information with 1LINX which 1LINX then checks against third-party databases to test the validity of the information. 1LINX returns one of several potential results including: a full information verification, a partial information verification, or a failure to confirm customer information. This process is key to satisfy the Anti-Money-Laundering regulations in both the United States and Canada.

The API platform consists of four APIs: Operator Look-Up, Phone Validation, Subscriber Look Up, and IP Information.

Operator Look-Up: 1LINX's Operator Look-Up API allows users to find out the carrier tied to the specific number. This way, users can authenticate the validity of a number and determine if it is a landline, VOIP or mobile number.

Phone Validation: 1LINX's Phone Validation API provides users with accurate phone data on the validity of its customer's phones. Whenever a customer fills in an online form, with 1LINX's Phone Validation API the user can instantly check if the phone number is valid and current.

Subscriber Look-Up: Instantly provides details of the subscribers that click on user's adds or visits their website. This allows clients to cross reference the information provided by the customer to ensure accuracy.

IP Information: Provides the approximate location of the customer based on the customer's IP address.

1LINX relies on software solutions from third party providers to operate its API platform. As a result, 1LINX must pay third party fees equal to approximately 85% of its gross revenues. 1LINX incurs these expenses at the same time that 1LINX earns revenues. The Issuer expects such expenditures to increase or decrease commensurate with revenues.

## *Sales*

During the ten months ended October 31, 2017, 1LINX had sales totaling $131,846 and sales of $49,378 during its fiscal year ended December 31, 2017.

Coinbase provides approximately 90% of revenues for 1LINX. Coinbase is a digital currency exchange headquartered in San Francisco, California. They broker exchanges of Bitcoin, Bitcoin Cash, Ethereum, and Litecoin with fiat currencies in around 32 countries, and bitcoin transactions and storage in 190 countries worldwide. Coinbase has two core products: a Global Digital Asset Exchange (GDAX) for trading a variety of digital assets on its professional asset trading platform, and a user-facing retail broker of Bitcoin, Bitcoin Cash, Ether, and Litecoin for fiat currency. It also offers an API for developers and merchants to build applications and accept payments in both digital currencies. For Coinbase, the 1LINX platform reduces their expenses associated fraudulent transactions and the 1LINX platform is integrated into their platform. If Coinbase were to terminate its agreement, it would have a material effect on the revenues earned by 1LINX. See *"Risk Factors".*

No part of the Issuer's business is reasonably expected to be affected in the current financial year by either the renegotiation or termination of any contract.

## *Competitive Conditions*

Competitors to the 1LINX business are:

| ***Name*** | **Size/Stature** |
|---|---|
| *Whitepages Pro* | USD$70 million Revenues (2015 - Wikipedia)<br>120 Employees (2016 - Wikipedia) |
| *Real Phone Validate* | USD$1 Million Annual Revenue (Zoominfo) |
| *Payfone* | 11-50 Employees<br>USD$93.6 Million Venture Capital Raised. (Crunchbase) |
| *Danal* | 11-50 Employees<br>USD$14.5 Million Venture Capital Raised. (Crunchbase) |
| *Telesign* | USD$240 Million Valuation (Wikipedia) |

The Issuer will also be competing with other users and/or companies that are mining cryptocurrencies and other potential financial vehicles, possibly including securities backed by or linked to cryptocurrencies through entities similar to the Issuer. Other market participants in the cryptocurrency industry include investors and speculators, retail users transacting in cryptocurrencies, and service companies that provide a variety of services including buying, selling, payment processing and storing of cryptocurrencies.

As the Blockchain space is emerging, the Issuer expects to have an innumerable quantity of competitors in the space. Examples of some public companies currently operating in the space are as follows:

| ***Name*** | **Primary Business** | **Market Capitalization (March 6, 2018)** |
|---|---|---|
| ***360 Blockchain (CSE:CODE)*** | Blockchain Investing | $21.5 Million |
| ***Hashchain Technology Inc. (TSXV: KASH)*** | Cryptocurrency Mining | $48.8 Million |
| ***Global Blockchain Technologies Corp. (TSXV: BLOC)*** | Blockchain Investing | $158.9 Million |
| ***eXeBlock Technology Corp. (CSE:XBLK)*** | Blockchain Software Development | $20.8 Million |
| ***HIVE Blockchain Technologies Ltd. (TSXV:HIVE)*** | Cryptocurrency Mining | $496.6 Million |
| ***BLOK Technologies Inc. (CSE:BLK)*** | Blockchain Investment | $10.184 Million |
| ***Riot Blockchain, Inc. (NASDAQ: RIOT)*** | Cryptocurrency Mining | $126 Million |

### *Seasonality*

The business of the Issuer is not subject to seasonality fluctuations. It is possible that temperature changes in the seasons could affect the cost of regulating temperature with the facility.

### *Specialized Skills and Knowledge*

All aspects of the Issuer's business require specialized skills and knowledge. Such skills and knowledge currently include the areas of blockchain technology, network administrators, software development, electrical, HVAC, finance, and accounting. Experts in blockchain technology, network administrators, cryptocurrency mining and markets, software development, electrical, HVAC, finance and accounting are readily available. Blockchain software developers are very scarce and demand a high premium for their time.

### *Employees*

1LINX has no employees. The Issuer will rely on the expertise of the A&A Consultants to manage the API platform and to transition management to the new platform.

*Lending Operations*

Not applicable.

*Bankruptcy or Receivership Proceedings*

Not applicable.

*Material Restructuring Transactions*

Not applicable.

*Foreign Operations*

The 1LINX business originally had a remote office in New York but has not had an office located in New York for many years. The sole reason for the New York offices was because Ravi Patel, a founder of 1LINX, and a current consultant to the Issuer is a resident of New York. As such, Mr. Patel will perform his consulting services from New York from time to time. The Issuer does not foresee any material risks or issues associated with Mr. Patel's residence in New York.

*Social or Environmental Policies*

Not applicable.

### 4.2. Companies with Asset-backed Securities Outstanding

Not applicable.

### 4.3. Mineral Projects

Not applicable.

### 4.4. Issuers with Oil and Gas Operations

Not applicable.

## 5. SELECTED CONSOLIDATED FINANCIAL INFORMATION

### 5.1. Financial Information – Annual Information

**THE ISSUER**

The following table is a summary of selected audited financial information of the Issuer for the fiscal years ended January 31, 2017 and January 31, 3016. The information should be read in conjunction with the Issuer's audited financial statements and related notes thereto, which are attached.

| | | ***Year ended 01/31/2017 (audited) $*** | ***Year ended 01/31/2016 (audited) $*** |
|---|---|---|---|
| **Statement of Operation** | | | |
| | Revenue | - | 633,798 |
| | Operating Expenses | 1,079,754 | 1,770,667 |
| | Other Items | - | - |
| **Net Income/ Losses** | | (1,297,286) | (2,169,783) |
| **Financial Position** | | | |
| | Current Assets | 26,862 | 179,728 |
| | Total Assets | 27,161 | 1,073,819 |
| | Total Liabilities | 1,403,593 | 1,095,712 |
| | Shareholder's Equity | (1,376,432) | (21,893) |

A copy of the Financial Statements previously filed with applicable securities commissions are available on the Issuer's SEDAR profile at www.sedar.com.

### 1LINX LTD.

The following table is a summary of selected financial information of 1LINX for the ten-month period ended October 31, 2017 and financial year ended December 31, 2016:

| | | ***Ten months ended 01/31/2017 (audited) $*** | ***Year ended 01/31/2016 (audited) $*** |
|---|---|---|---|
| **Statement of Operation** | | | |
| | Revenue | 131,846 | 49,378 |
| | Cost of Sales | 93,202 | 34,180 |
| | Gross Profit | 38,644 | 15,198 |
| | Operating Expenses | 12,275 | 12,267 |
| | Tax | 3,582 | 1,187 |
| Net Income/ Losses | | 22,787 | 1,744 |
| **Financial Position** | | | |
| | Current Assets | 77,343 | 29,971 |
| | Total Assets | 77,343 | 29,971 |

| | | |
|---|---|---|
| Total Liabilities | 71,581 | 44,959 |
| Shareholder's Equity (Deficit) | (10,626) | (33,413) |

A copy of the 1LINX Financial Statements for the ten-month period ended October 31, 2017 and financial year ended December 31, 2016 are attached to Schedule "A" to this Listing Statement.

### 5.2. Quarterly Information

*The Issuer*

The following information is in respect of the Issuer for the eight quarters preceding the date of this Listing Statement:

| | **October 31, 2017 $** | **July 31, 2017 $** | **April 30, 2017 $** | **January 31, 2017 $** |
|---|---|---|---|---|
| **Total Assets** | 4,596 | 3,127 | 34,979 | 27,161 |
| **Working Capital (Deficiency)** | (1,774,015) | (1,593,967) | (1,580,574) | (1,376,731) |
| **Revenue** | – | – | – | – |
| **Net Loss – Continuing Operations** | (624,106) | (20,093) | (207,372) | (445,091) |
| **Net Income (Loss) – Discontinued Operations** | – | – | – | 20,641 |
| **Loss per Share – Continuing Operations** | (0.01) | (0.00) | (0.00) | (0.01) |
| **Loss per Share – Discontinued Operations** | (0.00) | (0.00) | (0.00) | (0.00) |

| | **October 31, 2016 $** | **July 31, 2016 $** | **April 30, 2016 $** | **January 31, 2016 $** |
|---|---|---|---|---|
| **Total Assets** | 495,015 | 624,409 | 811,421 | 1,073,819 |
| **Working Capital (Deficiency)** | (1,357,179) | (1,227,178) | (418,485) | (233,191) |
| **Revenue** | – | – | – | 202,423 |
| **Net Loss – Continuing Operations** | (251,993) | (379,248) | (93,309) | (309,349) |
| **Net Loss – Discontinued Operations** | (5,171) | 67,235 | (210,350) | (200,330) |
| **Loss per Share – Continuing Operations** | (0.01) | (0.01) | (0.00) | (0.01) |
| **Loss per Share – Discontinued Operations** | (0.00) | (0.00) | (0.01) | (0.01) |

Copies of the respective unaudited interim financial statements for the periods listed above for the Issuer are available on the Issuer's SEDAR profile at www.sedar.com.

*1LINX Ltd.*

The quarterly financial information is not available for 1LINX for the eight quarters preceding the date of this Listing Statement for which 1LINX had not prepared quarterly financial statements for those periods.

### 5.3. Dividends

The Issuer has never declared, nor paid, any dividend since its incorporation and does not foresee paying any dividend in the near future since all available funds will be used to conduct exploration activities. Any future payment of dividends will depend on the financing requirements and financial condition of the Issuer and other factors which the board, in its sole discretion, may consider appropriate and in the best interests of the Issuer. Under the BCBCA, the Issuer is prohibited from declaring or paying dividends if there are reasonable grounds for believing that the Issuer is insolvent or the payment of dividends would render the Issuer insolvent.

### 5.4. Foreign GAAP

Not applicable.

## 6. MANAGEMENT'S DISCUSSION AND ANALYSIS

A copy of the Annual MD&A related to its financial statements previously filed with applicable securities commissions are available through the Internet under the Issuer's SEDAR profile at www.sedar.com.

## 7. MARKET FOR SECURITIES

The Issuer's Common Shares are listed on the CSE under the symbol "RGT". In connection with the closing of the Acquisition and subject to CSE approval of the Acquisition, the Issuer intends to change its name to "Cryptobloc Technologies Corp." and has requested that the symbol under which the Common Shares trade be changed to "CRYP".

## 8. CONSOLIDATED CAPITALIZATION

***Pro Forma Consolidated Capitalization***

The following table summarizes the Issuer's pro forma common shares, on a consolidated basis, after giving effect to the Transaction as described in the pro forma financial statements of the Issuer, a copy of which is attached at Schedule "B" hereto.

| Designation of Security | Number of Shares Authorized | Number of Shares Issued and Outstanding |
|---|---|---|
| **Common Shares** | Unlimited | 60,960,901 |

*1) Does not include shares reserved for issuance pursuant to outstanding options or warrants.*

For further details about the Issuer's issued securities, see the section titled "Prior Sales" below.

***Fully Diluted Share Capital***

In addition to the information set out in the capitalization table above, the following table sets out the diluted share capital of the Issuer after giving effect to the Transaction:

| | **Authorized** | **Amount Outstanding as at the date of this Listing Statement** |
|---|---|---|
| **Common Shares** | Unlimited | 60,960,901 |
| **Stock Options(1)** | Not Applicable | 6,790,000 |
| **Total** | | 67,750,901 |

Notes:
(1) See "*Item 9. Options to Purchase Securities*."

## 9. OPTIONS TO PURCHASE SECURITIES

The Issuer has adopted a "rolling" 10% stock option plan (the "Stock Option Plan"). The purpose of the Stock Option Plan is to advance the interests of the Issuer by encouraging the directors, officers, employees, management company employees and consultants of the Issuer, and of its subsidiaries and affiliates, if any, to acquire common shares in the share capital of the Issuer, thereby increasing their proprietary interest in the Issuer, encouraging them to remain associated with the Issuer and furnishing them with additional incentive in their efforts on behalf of the Issuer in the conduct of its affairs. The Stock Option Plan provides that, subject to the requirements of the CSE, the aggregate number of securities reserved for issuance will be 10% of the number of the Issuer's common shares issued and outstanding from time to time. The Stock Option Plan is administered by the Issuer's Board, which has full and final authority with respect to the granting of all options thereunder.

Options may be granted under the Stock Option Plan to such service providers of the Issuer and its affiliates, if any, as the Board may from time to time designate. The exercise price of option grants will be determined by the Board, will not be less than the closing market price of the Common Shares on the CSE less allowable discounts at the time of grant. The Stock Option Plan provides that the number of Common Shares that may be reserved for issuance to any one individual upon exercise of all stock options held by such individual may not exceed 5% of the issued Common Shares. All options granted under the Stock Option Plan will expire not later than the date that is ten years from the date that such options are granted. Options terminate earlier as follows: (i) immediately in the event of dismissal with cause; (ii) 90 days from date of termination other than for cause; or (iii) one year from the date of death or disability. Options granted under the Stock Option Plan are not transferable or assignable other than by will or other testamentary instrument or pursuant to the laws of succession.

As of the date hereof, the Issuer has the following issued and outstanding options:

| Optionee | Number of Common Shares Reserved Under Option | Exercise Price per Common Share | Expiry Date |
|---|---|---|---|
| **Executive Officers & Directors** | 1,250,000 | $0.24 | November 2, 2020 |
| **Consultants** | 840,000 | $0.13 | September 14, 2018 |
| | 3,750,000 | $0.24 | November 2, 2020 |
| | 850,000 | $0.50 | December 4, 2022 |
| | 100,000 | $0.50 | December 5, 2022 |
| **Employees** | 0 | n/a | n/a |
| **TOTAL** | **6,790,000** | | |

# 10. DESCRIPTION OF THE SECURITIES

## 10.1. Description of the Securities

The Issuer will be authorized to issue an unlimited number of common shares and preferred shares without par value.

All preferred shares of the Issuer as a class shall, in preference to the Common Shares, be entitled to receive dividends, distribution of assets upon dissolution, liquidation or winding-up of the Issuer. The holders of preferred shares of the Issuer will not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Issuer, other than as required by the BCBCA.

Each Common Share ranks equally with all other common shares with respect to distribution of assets upon dissolution, liquidation or winding-up of the Issuer and payment of dividends. The holders of the Common Shares will be entitled to one vote for each share on all matters to be voted on by such holders and are entitled to receive pro rata such dividends as may be declared by the directors of the Issuer. The holders of Common Shares have no pre-emptive or conversion rights. The rights attaching to the Common Shares can only be modified by the affirmative vote of at least two-thirds of the votes cast at a meeting of shareholders called for that purpose.

As of the date hereof, 60,960,901 Common Shares are outstanding, nil preferred shares of the Issuer are outstanding and 6,790,000 Common Shares are reserved for issuance pursuant to stock options of the Issuer.

## 10.2. Debt Securities

Not applicable.

### 10.3. Other Securities

Not applicable.

### 10.4. Modification of Terms

Not applicable.

### 10.5. Other Attributes

Not applicable.

### 10.6. Prior Sales

The following securities of the Issuer were issued within the last 12 months from the date of this Listing Statement:

(a) On November 2, 2017, the Issuer granted 5,000,000 stock options to officers, directors, and consultants of the Issuer, of which 4,000,000 stock options are exercisable at $0.24 per share for a period of 3 years and 1,000,000 stock options are exercisable at $0.24 per share for a period of 5 years.

(b) On November 2, 2017. the Issuer settled a total of $1,512,445 of amounts owing to related parties and $137,489 of promissory notes through the issuance of 10,999,563 common shares.

(c) On December 4, 2017, the Issuer granted a total of 850,000 stock options to officers, directors and consultants of the Issuer, which are exercisable at $0.50 per share for a period of 5 years.

(d) On December 5, 2017, the Issuer granted 100,000 stock options to an advisor of the Issuer, which are exercisable at $0.50 per share for a period of 5 years.

(e) Also in December 2017, the Issuer issued 750,000 common shares pursuant to the exercise of stock options.

(f) On January 8, 2017, the Issuer issued a total of 6,000,000 common shares in connection with the Share Purchase Agreement and 300,000 common shares as a finder’s fee.

### 10.7. Stock Exchange Price

The Common Shares are listed on the CSE as of the date of this Listing Statement under the symbol "RGT". The Issuer has requested to change its symbol to "CRYP". The following table sets out the high and low closing price and volume of trading of Common Shares on the CSE during the last 24 months:

| Period Type | Period End Date | High | Low | Volume |
|---|---|---|---|---|
| Month (Partial) | January 31, 2018 | n/a | n/a | n/a |
| Month | December 31, 2017 | 0.61 | 0.485 | 9,866,217 |
| Month | November 30, 2017 | 0.54 | 0.17 | 36,109,803 |
| Quarter | October 31, 2017 | 0.19 | 0.06 | 28,290,445 |
| Quarter | July 31, 2017 | 0.125 | 0.08 | 3,019,700 |
| Quarter | April 30, 2017 | 0.18 | 0.08 | 9,110,419 |
| Quarter | January 31, 2017 | 0.145 | 0.09 | 6,849,920 |
| Quarter | October 31, 2016 | 0.235 | 0.08 | 4,179,621 |
| Quarter | July 31, 2016 | 0.56 | 0.20 | 4,264,649 |
| Quarter | April 30, 2016 | 0.67 | 0.19 | 9,012,944 |

## 11. ESCROWED SECURITIES

Not applicable.

## 12. PRINCIPAL SHAREHOLDERS

As of the date of this Listing Statement, no shareholders own, beneficially and of record, more than 10% of the issued Common Shares.

## 13. DIRECTORS AND OFFICERS OF THE ISSUER

### 13.1. Directors and Executive Officers of the Issuer

As of the date of this Listing Statement, the board of directors of the Issuer is composed of six members, as set out below.

The name, municipality of residence, position or office held with the Issuer and principal occupation of each director and executive officer of the Issuer, as well as the number of voting securities beneficially owned, directly or indirectly, or over which each exercises control or direction, excluding common shares issued on the exercise of convertible securities, are as follows:

| Name & Municipality of Residence and Position[(1)] | Present Occupation and Positions Held During the Last Five Years | Period served as Director / Officer | Number of Shares Beneficially Held | Percentage |
|---|---|---|---|---|
| **NEIL STEVENSON MOORE**<br>**CEO**<br>***North Vancouver, BC*** | Officer and consultant to technology companies since 2011. | November 2017 | Nil | n/a |
| **KEN PHILLIPPE**<br>**CFO, Secretary and Director**<br>***West Vancouver, BC*** | Self‐employed Chartered Professional Accountant since 1981 | November 2017 | Nil | n/a |
| **AKASH PATEL**<br>**VP Corporate Affairs and Director**<br>***Vancouver, BC*** | Self‐employed Accountant since 2001; Director of WestKam Gold Corp since 2009; Director of Cameo Resources Corp. since 2015; and VP of Corporate affairs and Director of Mx Gold Corp. since September 2010. | November 2017 | Nil | n/a |
| **BRIAN BILES**<br>**Director**<br>***Vancouver, BC*** | Self-employed businessman for more than 10 years. | November 2017 | 320,000 | <1% |

Notes:

(1) Does not include any stock options held by the above directors and officers. Akash Patel, Neil Stevenson Moore, Ken Phillippe, and Brian Biles hold 500,000, 250,000, 250,000 and 250,000 stock options, respectively. These stock options are exercisable at a price of $0.24 per share expiring November 2, 2020.

### 13.2. Period of Service of Directors

Each of the directors and officers were appointed prior to the closing of the Acquisition. The term of each director expires on the date of the next annual general meeting, unless his or her office is earlier vacated or he or she is removed in accordance with the Issuer's articles and the BCBCA.

### 13.3. Directors and Executive Officers Common Share Ownership

The directors and executive officers of the Issuer as a group, directly or indirectly, will beneficially own or exercise control or direction over 320,000 Common Shares, representing less than 1% of the issued and outstanding common shares of the Issuer.

### 13.4. Committees

The Issuer's audit committee consists of Brian Biles, Ken Phillippe and Akash Patel, each of whom is a director and financially literate in accordance with National Instrument 52-110 Audit Committees ("NI 52-110"). Mr. Biles is independent, as defined under NI 52- 110, and Mr. Phillippe and Mr. Patel are not independent as they are both officers of the Issuer. The Issuer is relying on the exemption found in Section 6.1(6) of NI 52-110 in respect of having a majority of non-officer directors on the audit committee of the Issuer. The Issuer has also provided an undertaking to the Exchange to appoint two new independent directors to the audit committee on or before May 28, 2018.

The board of directors of the Issuer may from time to time establish additional committees.

### 13.5. Principal Occupation of Directors and Executive Officers

Information on directors and executive officers' principal occupation is set out in section 13.1– Directors and Executive Officers of the Issuer.

### 13.6. Corporate Cease Trade Orders or Bankruptcies

Other than as set forth below, no director or officer of the Issuer or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer, is, or within 10 years before the date of the Listing Statement has been, a director or officer of any other issuer that, while that person was acting in that capacity:

a) was the subject of a cease trade or similar order, or an order that denied the other Issuer access to any exemptions under Ontario securities law, for a period of more than 30 consecutive days;

b) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the company being the subject of a cease trade or similar order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days;

c) became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or

d) within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Kenneth Phillippe was Chief Executive Officer, Chief Financial Officer, Secretary and Treasurer of Amazon Goldsands Ltd. ("Amazon") when, on June 3, 2010, the British Columbia Securities Commission issued a cease trade order on Amazon for failure to file financial statements, MD&A, news releases and material change reports. Mr. Phillippe resigned from all of his officer positions of Amazon on July 21, 2010 and Mr.Phillippe is no longer involved with the business affairs of Amazon. Subsequent to Mr. Phillippe's resignation, the cease trade order has been twice varied to reflect additional missing filings and to reflect Amazon's name change to First Colombia Gold Corp. As of the date of this Listing Statement, the cease trade order has not been revoked.

### 13.7. Penalties or Sanctions

No director or officer of the Issuer or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer, is, or has been subject to:

a) any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority; or

b) any other penalties or sanctions imposed by a court or regulatory body that would be likely to be considered important to a reasonable investor making an investment decision.

### 13.8. Settlement Agreements

Not applicable.

### 13.9. Personal Bankruptcies

Except as disclosed below, no director or executive officer of the Issuer or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer , or a personal holding company of any such persons has, within the 10 years before the date of the Listing Statement, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director or officer.

Neil Stevenson-Moore entered into a consumer proposal in August 2015. Under the terms of the proposal, Mr. Stevenson-Moore will have completed his obligations in September 2020.

### 13.10. Conflicts of Interest

Directors and officers of the Issuer also serve as directors and/or officers of other companies working in the technology space and may be presented from time to time with situations or opportunities which give rise to apparent conflicts of interest which cannot be resolved by arm's length negotiations but only through exercise by the officers and directors of such judgment as is consistent with their fiduciary duties to the Issuer which arise under British Columbia corporate law, especially insofar as taking advantage, directly or indirectly, of information or opportunities acquired in their capacities as directors or officers of the Issuer.

All conflicts of interest will be resolved in accordance with the BCBCA. Any transactions with officers and directors will be on terms consistent with industry standards and sound business practice in accordance with the fiduciary duties of those persons to the Issuer, and, depending upon the magnitude of the transactions and the absence of any disinterested board members may be submitted to the shareholders for their approval. To the best of the Issuer’s knowledge, there are no known existing or potential conflicts of interest among the Issuer or any subsidiary of the Issuer, directors, officers or other members of management of the Issuer or any subsidiary of the Issuer, as a result of their outside business interests except that certain directors and officers may serve as directors and officers of other companies, and therefor it is possible that a conflict may arise between their duties to the Issuer and their duties as a director or officer of such other companies. See “Risk Factors”.

### 13.11. Management Details

The following sets out details of the directors and management of the Issuer:

***Neil Stevenson-Moore, Chief Executive Officer***

Mr. Stevenson-Moore has served as the Chief Executive Officer of Global Remote since November 2017. From January 2017 to November 2017, Mr. Stevenson-Moore worked as an independent contractor consulting for several Medical Technology companies working to develop proprietary customer facing security and engagement platforms. From August 2016 to November 2016 Mr. Stevenson-Moore served as the Head of Business Development, Store of the Future for Farfetch in London, UK. From October 2011 to August 2016, Mr. Stevenson-Moore served as President and Chief Executive Officer of StylePixi, a Vancouver, British Columbia company that developed customer engagement technology for the retail apparel industry. Mr. Stevenson-Moore obtained his Bachelor of Arts in International Politics from Princeton University in 2005

Mr. Stevenson-Moore is an independent contractor and expects to devote 90% of his time to the affairs of the Issuer.

***Ken Phillippe, Chief Financial Officer and Director***

Mr. Phillippe is a Chartered Accountant licensed to practice in British Columbia. He received a Bachelor of Commerce degree from the University of British Columbia in 1976 and obtained his professional accounting designation in 1981, after articling with the firm of Thorne Riddell (now KPMG). In 1982 he established a private accounting practice. From 2000 to 2005, Mr. Phillippe served in various positions including director, officer and chair of the audit committee of MDX Medical Inc., a Vancouver-based medical device company. In 2006 he accepted the position of Chief Financial Officer of Columbia Goldfields Ltd., a junior gold mining company that reported under the U.S. Exchange Act. In addition, Mr. Phillippe served at times as the Secretary, Treasurer, Chief Financial Officer and Principal Accounting Officer of Amazon Goldsands Ltd. from 2006 to 2010 and of Constitution Mining Corp. from 2007 to 2010, both of which companies report under the U.S. Exchange Act. Since 2006 Mr. Phillippe has been Chief Financial Officer of Exchequer Resource Corp. From 2006 to August 2010 Mr. Phillippe was a director and the Chief Officer of Bold Ventures Inc., the latter of which achieved a listing on the Toronto Venture Exchange in October 2007. In 2009 Mr. Phillippe was appointed Chief Financial Officer of Advanced Proteome Therapeutics Corporation. Mr. Phillippe is currently CFO of MX Gold Corp.

Mr. Phillippe is an independent contractor of the Issuer and expects to devote 40% of his time to the affairs of the Issuer.

***Akash Patel, VP of Corporate Affairs and Director***

Mr. Akash Patel has been the Vice President of Corporate Affairs of MX Gold Corp. since June 27, 2016 and previously served as Chief Executive Officer and President of MX Gold Corp. from June 19, 2012 to June 27, 2016. Mr. Patel has 12 years of experience as a public accountant and a tax consultant in the private sector. His expertise includes both corporate and individual income tax and he also has financial planning and operational management experience with junior exploration companies. He has been director of WestKam Gold Corp. since March 17, 2009. He is also currently the CEO and director of Cameo Resources Corp. and Cryptobloc Technologies Corp. He served as director of Makena Resources Inc. (formerly, Canasia Industries Corporation) from September 5, 2007 to November 2010. He has received a

Bachelor of Accounting from British Columbia Institute of Technology with a Major in Accounting and minor in Finance.

Mr. Patel is an independent contractor of the Issuer and expects to devote 40% of his time to the affairs of the Issuer.

***Brian Biles, Director***

Mr. Biles has been in the public markets for over 25 years and has extensive experience in marketing, business development and financing with natural resource companies, technology and pharmaceutical companies. Mr. Biles has held directorship of two other companies on the CSE and TSX-V exchanges.

Mr. Biles is an independent contractor and expects to devote 40% of his time to the affairs of the Issuer.

*A&A Consultants*

The A&A Consultants have been retained to transition the operation of the 1LINX business to management. The A&A Consultants exercise no control or authority over the affairs of the Issuer. The following sets out the credentials of the A&A Consultants:

*Alykhan Govani , 38, California* – Mr. Govani is a management strategist with cross-functional expertise in business and financial analysis, financial planning, accounting, marketing and new business development. His specialties include mobile marketing and technology. Before 1LINX, Mr. Govani, was a Partner with XTOPOLY (acquired by Vincit), a multi-award winning mobile interactive agency. Before working with XTOPOLY Mr. Govani was the VP of North America for Payfone, a leader in mobile and digital identity authentication for the connected world. Mr. Govani obtained his MS, in Strategic Communications from Columbia University in 2005.

*Ravi Patel ,40, New York* – Mr. Patel is a software engineer. Mr. Patel, was an Integration Consultant with several Mobile technology providers in the United States: Ultra Mobile and Aerialink. Before those roles Mr. Patel was the Director of Solutions Architecture with Payfone, a leader in mobile and digital identity authentication for the connected world. Mr. Patel worked as a software developer for Redknee Inc., from 2004- 2001. Mr. Patel obtained his B.Eng. in Software Engineering and Management from McMaster University in 2004.

# 14. **CAPITALIZATION**

## 14.1. Class of Securities

*Issued Capital*

| | Number of Securities (non-diluted) | Number of Securities (fully-diluted) | %of Issued (non-diluted) | % of Issued (fully diluted) |
|---|---|---|---|---|

**Public Float**

| | | | | |
|---|---|---|---|---|
| Total outstanding (A) | 60,960,901 | 67,930,901 | 100% | 100% |
| Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B) | 320,000 | 1,320,000 | 0.5% | 2.3%% |
| Total Public Float (A-B) | 60,640,901 | 66,360,901 | 99.5% | 97.7% |

Freely-Tradeable Float

| | | | | |
|---|---|---|---|---|
| Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C) | 18,934,563 | 23,934,563 | 31.1% | 35.2% |
| Total Tradeable Float (A-B-C) | 41,706,338 | 42,426,338 | 68.4% | 62.5% |

*Public Securityholders (Registered)*

**CLASS OF SECURITY**

| Size of Holding | Number of holders | Total number of securities |
|---|---|---|
| 1 – 99 securities | | |
| 100 – 499 securities | | |
| 500 – 999 securities | 54 | 33,000 Shares |
| 1,000 – 1,999 securities | 2 | 2,000 Shares |
| 2,000 – 2,999 securities | | |
| 3,000 – 3,999 securities | | |
| 4,000 – 4,999 securities | | |
| 5,000 or more securities | 21 | 21,114,571 Shares |
| | 77 | 21,175,571 Shares |

*Public Securityholders (Beneficial)*

| CLASS OF SECURITY<br>**Size of Holding** | **Number of holders** | **Total number of securities** |
|---|---|---|
| 1 – 99 securities | | |
| 100 – 499 securities | | |
| 500 – 999 securities | | |
| 1,000 – 1,999 securities | | |
| 2,000 – 2,999 securities | | |
| 3,000 – 3,999 securities | | |
| 4,000 – 4,999 securities | | |
| 5,000 or more securities | | |
| Unable to confirm | 90(1) | 39,461,330 |
| | 90(1) | 39,461,330 Shares |

*Note:*

(1) Management has not ordered a share range report for this listing statement and have provided this number as a conservative estimate. At the time of the Issuer's original listing of the Issuer's common shares, it had 191 public shareholders holding a minimum of one board lot and no consolidations to share capital have taken place.

*Non-Public Securityholders (Registered)*

| CLASS OF SECURITY<br>**Size of Holding** | **Number of holders** | **Total number of securities** |
|---|---|---|
| 1 – 99 securities | | |
| 100 – 499 securities | | |
| 500 – 999 securities | | |
| 1,000 – 1,999 securities | | |
| 2,000 – 2,999 securities | | |
| 3,000 – 3,999 securities | | |
| 4,000 – 4,999 securities | | |
| 5,000 or more securities | 1 | 320,000 |
| | 1 | 320,000 |

### 14.2. Convertible Securities

The following are details for any securities convertible or exchangeable into common shares of the Issuer:

The following table sets out information regarding all securities convertible or exchangeable into any class of listed securities.

| Description of Security (include conversion / exercise terms, including conversion / exercise price) | Number of convertible / exchangeable securities outstanding | Number of listed securities issuable upon conversion / exercise |
|---|---|---|
| Stock Options[(1)] | 6,790,000 | 6,790,000 |

Notes:

*(1)* Consists of: (i) 840,000 stock options exercisable at a price of $0.13 per share until September 14, 2018, (ii) 5,000,000 stock options exercisable at a price of $0.24 per share until November 2, 2020, (iii) 850,000 stock options exercisable at a price of $0.50 per share until December 4, 2022; and (iv) 100,000 stock options exercisable at a price of $0.50 per share until December 5, 2022 . *See "Item 9 – Options to Purchase Securities".*

### 14.3. Other Securities

Other than the 6,790,000 common shares available for issuance under the Issuer's stock option plan, there are no listed securities reserved for issuance that are not included in section 14.2.

## 15. EXECUTIVE COMPENSATION

### 15.1. General

Details related to the executive compensation paid by Issuer, prepared in accordance with Form 51-102F6 of National Instrument 51-102 – Continuous Disclosure Obligations, can be found on SEDAR (www.sedar.com) in the Issuer's Statement of Executive Compensation dated August 2, 2017.

The following information of the Issuer is provided in accordance with Form 51-102F6V - *Statement of Executive Compensation - Venture Issuers*. The information describes the executive compensation of 1LINX.

### 15.2. Executive Compensation

The Named Executive Officers of the 1LINX for Fiscal 2016 and the ten-month period ended October 31, 2017, consisted solely of Jason Theofilos, 1LINX's Former President and Director**.** There were no other Named Executive Officers in Fiscal 2017, as no other employees earned in excess of $150,000 during Fiscal 2017.

### 15.3. Compensation Discussion and Analysis

The objectives, criteria and analysis of the compensation of the executive officers of the Issuer following the completion of the Acquisition will be determined by the Board and are expected to be substantially similar to how the Issuer currently compensates its executive officers.

## SIGNIFICANT ELEMENTS

The significant elements of compensation awarded to the Named Executive Officers are a cash salary and stock options. The Issuer does not presently have a long-term incentive plan for its Named Executive Officers. There is no policy or target regarding allocation between cash and non-cash elements of the Issuer's compensation program. The Board is solely responsible for determining compensation to be paid to the Issuer's Named Executive Officers. In addition, the Board reviews annually the total compensation package of each of the Issuer's executives on an individual basis.

### *Cash Salary*

In setting compensation rates for Named Executive Officers, the Issuer will compare the amounts paid to them with the amounts paid to executives in comparable positions at other comparable corporations. The Issuer's compensation payable to the Named Executive Officers is based upon, among other things, the responsibility, skills and experience required to carry out the functions of each position held by each Named Executive Officer and varies with the amount of time spent by each Named Executive Officer in carrying out his or her functions on behalf of the Issuer.

### *Option-Based Awards*

The Issuer's stock option plan is intended to emphasize management's commitment to the growth of the Issuer. The grant of stock options, as a key component of the executive compensation package, enables the Issuer to attract and retain qualified executives. Stock option grants are based on the total of stock options available under the Stock Option Plan. In granting stock options, the Board reviews the total of stock options available under the Stock Option Plan and recommends grants to newly retained executive officers at the time of their appointment and considers recommending further grants to executive officers from time to time thereafter. The amount and terms of outstanding options held by an executive are taken into account when determining whether and how new option grants should be made to the executive. The exercise periods are to be set at the date of grant. The stock option grants may contain vesting provisions in accordance to the Issuer's Stock Option Plan.

The compensation paid to the Named Executive Officers of 1LINX is as set out below:

| Name and Position | Year | Salary, consulting fee, retainer or commission ($) | Bonus ($) | Committee or Meeting Fees ($) | Value of Perqui-sites ($) | Value of all other Compen-sation ($) | Total Compen-sation ($) |
|---|---|---|---|---|---|---|---|
| **Jason Theofilos** | 2016 | N/A | N/A | N/A | N/A | N/A | N/A |
| *Former President and Director* | 2017 | N/A | N/A | N/A | N/A | N/A | N/A |

### *Incentive Plan Awards*

The following table sets forth all outstanding share based and option based awards to the Named Executive Officers of 1LINX.

| **Name (a)** | **Number of Securities underlying unexercised options (#)** | **Option-based awards – Value vested during the year(1) ($) (b)** | **Share-based awards – Value vested during the year ($) (c)** | **Non-equity incentive plan compensation – Value earned during the year ($) (d)** |
|---|---|---|---|---|
| **Jason Theofilos** *Former President and Director* | N/A | N/A | N/A | N/A |

### *Termination of Employment, Change in Responsibilities and Employment Contracts*

There are no employment contracts between the Issuer and the Named Executive Officers.

There are no compensatory plans, contracts or arrangements between the Issuer and any Named Executive Officer, where the Named Executive Officer is entitled to receive more than $50,000 from the Issuer, including periodic payments or instalments, in the event of:

(a) the resignation, retirement or any other termination of employment of the Named Executive Officer's employment with the Issuer;

(b) a change of control of the Issuer; or

(c) a change of the Named Executive Officer's responsibilities following a change in control.

## PENSION ARRANGEMENTS

The Issuer does not have any pension arrangements in place for the Named Executive Officers.

## COMPENSATION OF DIRECTORS

For a description of the compensation paid to the Issuer's Named Executive Officer(s) who also act as directors, see "Summary Compensation Table". No director of the Issuer who is not a Named Executive Officer has received, during the most recently completed financial year, compensation pursuant to:

(a) any standard arrangement for the compensation of directors for their services in their capacity as directors, including any additional amounts payable for committee participation or special assignments;

(b) any other arrangement, in addition to, or in lieu of, any standard arrangement, for the compensation of directors in their capacity as directors except for the granting of stock options; or

(c) any arrangement for the compensation of directors for services as consultants or experts.

*Narrative Discussion*

The Issuer has no arrangements, standard or otherwise, pursuant to which directors are compensated by the Issuer for their services in their capacity as directors, or for committee participation, involvement in special assignments or for services as consultant or expert during the most recently completed financial year.

The Issuer has a stock option plan for the granting of incentive stock options to the officers, employees and directors. The purpose of granting such options to the Issuer's directors is to assist the Issuer in compensating, attracting, retaining and motivating the directors and to closely align the personal interests of the directors to that of the Issuer's shareholders.

## 16. INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS

No director or officer of the Issuer or person who acted in such capacity in the last financial year of the Issuer, or proposed director or officer of the Issuer, or any Associate of any such director or officer is, or has been, at any time since the beginning of the most recently completed financial year of the Issuer, indebted to the Issuer nor is any indebtedness of any such person to another entity the subject of a guarantee, support agreement, letter of credit or other similar arrangement or understanding provided by the Issuer.

## 17. RISK FACTORS

Prior to making any investment decision regarding the Issuer, investors should carefully consider, among other things, the risk factors set forth below.

While this Listing Statement has described the risks and uncertainties that management of the Issuer believe to be material to the Issuer’s business, it is possible that other risks and uncertainties affecting the Issuer’s business will arise or become material in the future.

If the Issuer is unable to address these and other potential risks and uncertainties, its business, financial condition or results of operations could be materially and adversely affected. In this event, the value of the Common Shares could decline and an investor could lose all or part of their investment.

The following is a description of the principal risk factors that will affect the Issuer:

***Low Barriers to Entry***

There is high potential that the Issuer will face competition from other companies, some of which can be expected to have longer operating histories and more financial resources and marketing experience than the Issuer. Increased competition by larger and better financed competitors could materially and adversely affect the business, financial condition and results of operations of the Issuer.

There is no guarantee that any factors that differentiate the Issuer from its competitors will give the Issuer a market advantage or continue to be a differentiating factor for the Issuer in the foreseeable future.

Competitive pressures created by any one of the above-mentioned companies, or by the Issuer's competitors collectively, could have a material adverse effect on its business, results of operations and financial condition.

***Dependency on Large Customer***

90% of the 1LINX revenues are from Coinbase. If Coinbase were to terminate its relationship, it would have a significant negative effect on the revenues of 1LINX and the viability of the 1LINX platform. If Coinbase does terminate its relationship and the Issuer is unable to find an alternate source of revenues the Issuer's business may fail and shareholders may lose their investment.

***Early Market Development Stage***

The Issuer is currently in an early development stage and its growth and success is heavily dependent upon the Issuer's ability to develop a market for its products and retain its existing clients. The existence of a market for products like 1LINX is wholly dependent upon the Issuer's efforts to create and establish such market.

The Issuer has currently developed and targeted its products for, and substantially all of the Issuer's revenues for the foreseeable future will be derived from, its current identified market, being Authentication services including: Know Your Customer (KYC) and Anti-Money Laundering (AML). Should this market cease to exist, fail to grow or grow more slowly than anticipated, or become saturated with competitors, the Issuer's business, financial condition and results of operations could be adversely affected.

***Failure to Innovate***

The Issuer's success depends upon its ability to design, develop, test, market, license and support new software products and enhancements of current products on a timely basis in response to both competitive threats and marketplace demands. In addition, software products and enhancements must remain compatible with the other software products and systems used by its customers. Often, the Issuer must integrate software licensed or acquired from third parties with its proprietary software to create or improve its products. If the Issuer is unable to successfully integrate third party software to develop new software products and enhancements to existing products, or to complete products currently under development, its operating results will materially suffer. In addition, if the integrated or new products or enhancements do not achieve acceptance by the marketplace, the Issuer's operating results will materially suffer. Also, if new industry standards emerge that the Issuer does not anticipate or adapt to, its software products could be rendered obsolete and, as a result, its business and operating results, as well as its ability to compete in the marketplace, would be materially harmed.

### ***Competition***

The Issuer is engaged in an industry that is highly competitive. Because its industry is evolving and characterized by technological change, it is difficult for the Issuer to predict whether, when and by whom new competing technologies may be introduced or when new competitors may enter the market. The Issuer faces increased competition from companies with strong positions in certain markets the Issuer intends to serve and in new markets and regions it may enter. Many of the Issuer's competitors have significantly greater financial and other resources than the Issuer currently possesses and may spend significant amounts of resources to gain market share. The Issuer cannot assure investors that it will be able to compete effectively against current and future competitors. In addition, increased competition or other competitive pressures may result in price reductions, reduced margins or loss of market share, any of which could have a material adverse effect on the Issuer's business, financial condition or results of operations. Competitors may be able to respond to new or emerging technologies and changes in customer requirements more effectively than the Issuer can, or devote greater resources to the development, promotion and sale of products than the Issuer can. Current and potential competitors may establish cooperative relationships among themselves or with third parties, including through mergers or acquisitions, to increase the ability of their products to address the needs of the Issuer's prospective customers. If these competitors were to acquire significantly increased market share, it could have a material adverse effect on the Issuer's business, financial condition or results of operations. The Issuer's competitors may also establish or strengthen co-operative relationships with systems integrators, third-party consulting firms or other parties with whom the Issuer has relationships, thereby limiting its ability to promote its products.

### ***Failure to Protect its Intellectual Property***

Failure to protect the Issuer's intellectual property could harm its ability to compete effectively. The Issuer is highly dependent on its ability to protect its proprietary technology. The Issuer intends to rely on a combination of copyright, trademark and trade secret laws, as well as non-disclosure agreements and other contractual provisions to establish and maintain its proprietary rights. The Issuer intends to protect its rights vigorously. However, there can be no assurance that these measures will, in all cases, be successful. Enforcement of the Issuer's intellectual property rights may be difficult, particularly in some nations outside of North America in which the Issuer may seek to market its products. While U.S. and Canadian copyright laws, international conventions and international treaties may provide meaningful protection against unauthorized duplication of software, the laws of some foreign jurisdictions may not protect proprietary rights to the same extent as the laws of Canada or of the United States. The absence of internationally harmonized intellectual property laws makes it more difficult to ensure consistent protection of the Issuer's proprietary rights. Software piracy has been, and is expected to be, a persistent problem for the software industry, and piracy of the Issuer's products represents a loss of revenue to the Issuer. Despite the precautions the Issuer may take, unauthorized third parties, including its competitors, may be able to: (i) copy certain portions of its products; or (ii) reverse engineer or obtain and use information that the Issuer regards as proprietary. Also, the Issuer's competitors could independently develop technologies that are perceived to be substantially equivalent or superior to the Issuer's technologies. The Issuer's competitive position may be materially adversely affected by its possible inability to effectively protect its intellectual property.

***Intellectual Property Infringement***

Other companies may claim that the Issuer has infringed their intellectual property, which could materially increase costs and materially harm the Issuer's ability to generate future revenue and profits. Claims of infringement are becoming increasingly common as the software industry develops and as related legal protections, including patents are applied to software products. Although the Issuer does not believe that its products infringe on the rights of third parties, third parties may assert infringement claims against the Issuer in the future. Although some of the Issuer's technology is proprietary in nature, the Issuer does include significant amounts of third party software in its products. In these cases, this software is licensed from the entity holding the intellectual property rights. Although the Issuer believes that it has secured proper licenses for all third-party software that is integrated into its products, third parties may assert infringement claims against the Issuer in the future. Any such assertion may result in litigation or may require the Issuer to obtain a license for the intellectual property rights of third parties. Such licenses may not be available, or they may not be available on reasonable terms. In addition, such litigation could be disruptive to the Issuer's ability to generate revenue or enter into new market opportunities and may result in significantly increased costs as a result of the Issuer's efforts to defend against those claims or its attempt to license the patents or rework its products to ensure they comply with judicial decisions. Any of the foregoing could have a significant adverse impact on the Issuer's business and operating results as well as its ability to generate future revenue and profits. The loss of licenses to use third-party software or the lack of support or enhancement of such software could materially adversely affect the Issuer's business. The Issuer could also be forced to do one or more of the following: (i) stop selling, incorporating or using its products that use the challenged intellectual property; (ii) obtain from the owner of the infringed intellectual property right a license to sell or use the relevant technology, which license may not be available on reasonable terms, or at all; (iii) redesign those products that use allegedly infringing technology which may be costly or time-consuming; or (iv) refund license fees and other amounts received, and make payments of additional amounts in damages or settlement payments, for allegedly infringing technology or products.

***Reliance on Third Party Software***

The Issuer currently depends upon third-party software products to develop its products. If in future such reliance existed and the software products were not available, the Issuer might experience delays or increased costs in the development of its products. The Issuer currently relies on software products that it licenses from third-parties. Should the software licenses not continue to be available to the Issuer, and the related software may not continue to be appropriately supported, maintained, or enhanced by the licensors, the loss by the Issuer of the license to use, or the inability by licensors to support, maintain, and enhance any of such software, could result in increased costs or in delays in the operation of its platform until equivalent software is developed or licensed and integrated with internally developed software. Such increased costs or delays or reductions in product shipments could materially adversely affect its business. The loss of the Issuer's rights to use software licensed to it by third parties could increase its operating expenses by forcing the Issuer to seek alternative technology and materially adversely affect its ability to compete. In addition, the Issuer's web-based software applications depend on the stability, functionality and scalability of the underlying infrastructure software including application servers, databases, java platform software and operating systems produced by IBM, Microsoft and others. If weaknesses in such infrastructure software exist, the Issuer may not be able to correct or compensate for such weaknesses. If the Issuer is unable to address weaknesses resulting from problems in the infrastructure software such that its products do not meet customer needs or expectations, its reputation, and consequently, its business may be significantly harmed.

### *Regulatory Risks*

The activities of the Issuer will be subject to regulation by governmental authorities. Achievement of the Issuer's business objectives are contingent, in part, upon compliance with regulatory requirements enacted by these governmental authorities and obtaining all regulatory approvals, where necessary, for the sale of its products. The Issuer cannot predict the time required to secure all appropriate regulatory approvals for its products, or the extent of testing and documentation that may be required by governmental authorities. Any delays in obtaining, or failure to obtain regulatory approvals would significantly delay the development of markets and products and could have a material adverse effect on the business, results of operations and financial condition of the Issuer.

### *Lack of Operating History*

The Issuer has only recently started to carry on its business. The Issuer is therefore subject to many of the risks common to early-stage enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial, and other resources and lack of revenues. The failure by the Issuer to meet any of these conditions could have a materially adverse effect on the Issuer and may force it to reduce, curtail, or discontinue operations. There is no assurance that the Issuer will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of the early stage of operations. The Issuer may not successfully address all of the risks and uncertainties or successfully implement its existing and new products and services. If the Issuer fails to do so, it could materially harm its business and impair the value of its common stock, resulting in a loss to shareholders. Even if the Issuer accomplishes these objectives, the Issuer may not generate the anticipated positive cash flows or profits. No assurance can be given that the Issuer can or will ever be successful in its operations and operate profitably.

### *Growth and Consolidation in the Industry*

Acquisitions or other consolidating transactions could have adverse effects on the Issuer. The Issuer could lose strategic relationships if its partners are acquired by or enter into agreements with a competitor, causing the Issuer to lose access to distribution, content and other resources. The relationships between the Issuer and its strategic partners may deteriorate and cause an adverse effect on the business. The Issuer could lose customers if competitors or user of competing technology consolidate with the Issuer's current or potential customers. Furthermore, the Issuer's current competitors could become larger players in the market or new competitors could form from consolidations. Any of the foregoing events could put the Issuer at a competitive disadvantage, which could cause the Issuer to lose customers, revenue, and market share. Consolidation in the industry could also force the Issuer to divert greater resources to meet new or additional competitive threats, which could harm the Issuer's operating results.

### *Intellectual Property Risks*

The Issuer`s ability to compete largely depends on the superiority, uniqueness, and value of its intellectual property and technology, including both internally-developed technology and the ability to acquire patent protection and/or trademark protection. To protect its proprietary rights, the Issuer will rely on a combination of trademark, copyright, and trade secret laws, trademark and patent applications, confidentiality agreements with its employees and third parties, and protective contractual provisions. Despite these efforts, certain risks may reduce the value of the Issuer's intellectual property. The Issuer's applications for trademarks and copyrights relating to its business may not be granted, and if granted, may be challenged or invalidated. There is no guarantee that issued trademarks and registered copyrights will provide the Issuer with any competitive advantages. The Issuer's efforts to protect its intellectual property rights may not be effective in preventing misappropriation of its technology and may not prevent the development and design by others of products or technology similar to, competitive with, or superior to those the Issuer develops. There is a risk that another party may obtain a blocking patent and the Issuer would need to either obtain a license or design around the patent in order to continue to offer the contested feature or service in its products.

***Disruption of its Information Technology Systems***

The Issuer relies on information technology in virtually all aspects of our business. A significant disruption or failure of our information technology systems could result in service interruptions, safety failures, security violations, regulatory compliance failures, and inability to protect information and assets against intruders, and other operational difficulties. Attacks perpetrated against its information systems could result in loss of assets and critical information and exposes us to remediation costs and reputational damage. Although the Issuer has taken steps intended to mitigate these risks, including business continuity planning, disaster recovery planning and business impact analysis, a significant disruption or cyber intrusion could lead to misappropriation of assets or data corruption and could adversely affect its results of operations, financial condition and liquidity. Additionally, if the Issuer is unable to acquire or implement new technology, it may suffer a competitive disadvantage, which could also have an adverse effect on its results of operations, financial condition and liquidity.

Cyber-attacks could further adversely affect the Issuer's ability to operate facilities, information technology and business systems, or compromise confidential customer and employee information. Political, economic, social or financial market instability or damage to or interference with the Issuer's operations, assets, customers, partners or suppliers may result in business interruptions, lost revenue, higher commodity prices, disruption in supplies chains, lower energy consumption, unstable markets, increased security costs, repair costs or other costs, any of which may materially affect the Issuer's consolidated financial results. Furthermore, instability in the financial markets as a result of terrorism, sustained or significant cyber-attacks, or war could also materially adversely affect the Issuer's ability to raise capital.

***Cryptocurrency Inventory May be Exposed to Cybersecurity Threats and Hacks***

As with any other computer code, flaws in the cryptocurrency codes have been exposed by certain malicious actors. Several errors and defects have been found and corrected, including those that disabled some functionality for users and exposed users' information. Discovery of flaws in or exploitations of the source code that allow malicious actors to take or create money have been relatively rare, but have occurred.

Currently the Issuer does not carry insurance against cyber-theft or hacking attacks. The Issuer has no immediate plans to obtain such a policy. If the Issuer continues its business without insurance and a hacker accesses the Issuer's sensitive information or steals the Issuer's cryptocurrencies, the business of the Issuer may fail.

### ***Volatilities in Cryptocurrency Prices***

The markets for cryptocurrencies have experienced much larger fluctuations than other security markets. There can be no assurances that cryptocurrency prices will not be subject to erratic swings in the future, which could be related not only to improper payment activities involving cryptocurrency but also regulations by law makers in various countries. Furthermore, cryptocurrencies have not been widely adopted as a means of payments for goods and services by the majority of retail and commercial outlets. On the other hand, a significant portion of the demands for cryptocurrency is generated by investors and speculators focusing on generating profits by buying and holding cryptocurrency which might create limitations on the availability of cryptocurrencies to pay for goods and services resulting in increased volatility of cryptocurrency which could adversely impact an investment in the Issuer.

### ***The Value of Cryptocurrencies May be Subject to Momentum Pricing Risk***

Momentum pricing typically is associated with growth stocks and other assets whose valuation, as determined by the investing public, accounts for anticipated future appreciation in value. Cryptocurrency market prices are determined primarily using data from various exchanges, over-the-counter markets, and derivative platforms. Momentum pricing may have resulted, and may continue to result, in speculation regarding future appreciation in the value of cryptocurrencies, inflating and making their market prices more volatile. As a result, they may be more likely to fluctuate in value due to changing investor confidence in future appreciation (or depreciation) in their market prices, which could adversely affect the value of the Issuer.

### ***Cryptocurrency Exchanges May be More Exposed to Fraud and Failure***

To the extent that cryptocurrency exchanges or other trading venues are involved in fraud or experience security failures or other operational issues, this could result in a reduction in cryptocurrency prices, which could adversely affect the value of any cryptocurrencies mined by the Issuer.

### **Scarce Mining Equipment Supply and Obsolescence**

To remain competitive, the Issuer will continue to invest in hardware and equipment needed for maintaining the Issuer's mining activities. Should competitors introduce new services/software embodying new technologies, the Issuer recognizes its hardware and equipment and its underlying technology may become obsolete and require substantial capital to replace such equipment. The increase in interest and demand for cryptocurrencies has led to a shortage of mining hardware as the equipment is usable at a consumer or industrial level. Equipment will require replacement from time to time. Shortages of graphics processing units may lead to unnecessary downtime as the Issuer searches for replacement equipment.

### ***Diminishing Block Rewards For Cryptocurrency Miners***

As the number of coins awarded for solving a block in the Blockchain decreases, the incentive for miners to continue to contribute processing power to the network will transition from a set reward to transaction fees. Either the requirement from miners of higher transaction fees in exchange for recording transactions in the Blockchain or a software upgrade that automatically charges fees for all transactions may decrease demand for the relevant coins and prevent the expansion of the network to retail merchants and commercial businesses, resulting in a reduction in the price of the relevant cryptocurrency that could adversely impact the Issuer's profitability.

**Banks May Not Provide Banking Services, or May Cut Off Banking Services, to Businesses that Provide Cryptocurrency-Related Services or That Accept Cryptocurrencies as Payment**

A number of companies that provide cryptocurrency-related services have been unable to find banks that are willing to provide them with bank accounts and banking services. Similarly, a number of such companies have had their existing bank accounts closed by their banks. Banks may refuse to provide bank accounts and other banking services to cryptocurrency-related companies or companies that accept cryptocurrencies for a number of reasons, such as perceived compliance risks or costs. The difficulty that many businesses that provide cryptocurrency-related services have and may continue to have in finding banks willing to provide them with bank accounts and other banking services may be currently decreasing the usefulness of cryptocurrencies as a payment system and harming public perception of cryptocurrencies or could decrease its usefulness and harm its public perception in the future. Similarly, the usefulness of cryptocurrencies as a payment system and the public perception of cryptocurrencies could be damaged if banks were to close the accounts of many or of a few key businesses providing cryptocurrency-related services. This could decrease the market prices of cryptocurrencies thereby adversely affect the Issuer's shareholders.

**The Impact of Geopolitical Events on the Supply and Demand for Cryptocurrencies is Uncertain**

Crises may motivate large-scale purchases of cryptocurrencies which could increase the price of cryptocurrencies rapidly. This may increase the likelihood of a subsequent price decrease as crisis-driven purchasing behavior wanes, adversely affecting the value of any future holdings of cryptocurrencies, and thereby adversely affect the Issuer's shareholders.

As an alternative to fiat currencies that are backed by central governments, cryptocurrencies, which are relatively new, are subject to supply and demand forces based upon the desirability of an alternative, decentralized means of buying and selling goods and services, and it is unclear how such supply and demand will be impacted by geopolitical events. Nevertheless, political or economic crises may motivate large-scale acquisitions or sales of cryptocurrencies either globally or locally. Large-scale sales of cryptocurrencies would result in a reduction in their market prices and adversely affect the Issuer's investments and profitability.

***The Further Development and Acceptance of the Cryptographic and Algorithmic Protocols Governing the Issuance of and Transactions in Cryptocurrencies is Subject to a Variety of Factors That Are Difficult to Evaluate***

The use of cryptocurrencies to, among other things, buy and sell goods and services and complete other transactions, is part of a new and rapidly evolving industry that employs digital assets based upon a computer-generated mathematical and/or cryptographic protocol. The growth of this industry in general, and the use of cryptocurrencies in particular, is subject to a high degree of uncertainty, and the slowing, or stopping of the development or acceptance of developing protocols may adversely affect the value of certain cryptocurrencies and thereby adversely affect the Issuer's shareholders.

***Market for Securities and Volatility of Share Price***

There can be no assurance that an active trading market in the Issuer's securities will be established or sustained. The market price for the Issuer's securities could be subject to wide fluctuations. Factors such as announcements of quarterly variations in operating results and acquisition or disposition of properties, as well as market conditions in the industry, may have a significant adverse impact on the market price of the securities of the Issuer. The stock market has from time to time experienced extreme price and volume fluctuations, which have often been unrelated to the operating performance of particular companies.

***Payment of Dividends Unlikely***

There is no assurance that the Issuer will pay dividends on its shares in the near future or ever. The Issuer will likely require all its funds to further the development of its business.

***Management of Growth***

Any expansion of the Issuer's business may place a significant strain on its financial, operational and managerial resources. There can be no assurance that the Issuer will be able to implement and subsequently improve its operations and financial systems successfully and in a timely manner in order to manage any growth it experiences. There can be no assurance that the Issuer will be able to manage growth successfully. Any ability of the Issuer to manage growth successfully could have a material adverse effect on the Issuer's business, financial condition and results of operations.

***Reliance on Key Consultants***

There can be no assurance that any of the Issuer's consultants will remain with the Issuer or that, in the future, they will not organize competitive businesses or accept opportunities with companies competitive with the Issuer. The Issuer will depend on a number of key officers and directors the loss of any one of whom could have an adverse effect on the Issuer.

The Issuer specifically relies on the expertise of A&A Partners to train current management on how to operate and to manage the platform and to operate and maintain the platform in their absence. If A&A Partners were to terminate their arrangement before such time as when the Issuer is able to operate and manage the platform in house the Issuer would need to find replacement consultants which may not be achieved on acceptable terms or at all. If the Issuer or any replacement consultant is unable to provide support to 1LINX users or maintain the platform, the 1LINX business may fail.

***Shareholders' Interest may be Diluted in the Future***

The Issuer will require additional funds for its planned activities. If the Issuer raises additional funding by issuing equity securities, which is highly likely, such financing could substantially dilute the interests of the Issuer's shareholders. Sales of substantial amounts of shares, or the availability of securities for sale, could adversely affect the prevailing market prices for the Issuer's shares. A decline in the market prices of the

Issuer's shares could impair the ability of the Issuer to raise additional capital through the sale of new common shares should the Issuer desire to do so.

***Conflicts of Interest***

Certain of the directors and officers of the Issuer are also directors and officers of other companies, and conflicts of interest may arise between their duties as officers and directors of the Issuer and as officers and directors of such other companies.

***Litigation***

The Issuer may be forced to litigate, enforce, or defend its intellectual property rights, protect its trade secrets, or determine the validity and scope of other parties' proprietary rights. Such litigation would be a drain on the financial and management resources of the Issuer which may affect the operations and business of the Issuer. Furthermore, because the content of most of the Issuer's intellectual property concerns cannabis and other activities that are not legal in some state jurisdictions, the Issuer may face additional difficulties in depending its intellectual property rights.

The Issuer may become party to litigation from time to time in the ordinary course of business which could adversely affect its business. Should any litigation in which the Issuer becomes involved be determined against the Issuer such a decision could adversely affect the Issuer's ability to continue operating and the market price for Issuer Shares and could use significant resources. Even if the Issuer is involved in litigation and wins, litigation can redirect significant company resources.

## 18. PROMOTERS

None.

## 19. LEGAL PROCEEDINGS

There are no legal proceedings to which the Issuer, any subsidiary of the Issuer or any property of the Issuer or any subsidiary of the Issuer, has been, a party or of which any of its property is, or has been, the subject matter. Additionally, to the reasonable knowledge of the management of the Issuer, there are no such proceedings contemplated.

## 20. INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

To the knowledge of the Issuer's management, no director or officer, insider, nor any of their respective associates, affiliates or member of their group have any interest in any material transaction of the Issuer since its incorporation.

## 21. AUDITORS, TRANSFER AGENTS AND REGISTRARS

### 21.1. Auditors

The auditors of the Issuer are Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants (the "Auditors"), located at 1500 – 1140 West Pender Street, Vancouver, BC V6E 4G1.

The auditors of 1LINX are Jackson & Company, Charted Professional Accountants, (the "1LINX Auditors") located at 800 - 1199 West Hastings Street, Vancouver, BC V6E 3T5.

### 21.2. Registrar and Transfer Agent

The registrar and transfer agent of the Issuer is Computershare, located at 510 Burrard Street, 3rd Floor, Vancouver, British Columbia V6C 3B9.

## 22. MATERIAL CONTRACTS

Except for contracts entered into by the Issuer in the ordinary course of business, the only material contracts entered into by the Issuer in the previous two years is the following:

a) The Share Purchase Agreement dated December 12, 2017 between the Issuer and 1LINX Shareholders.
b) Consulting Agreement dated December 19, 2017 between the Issuer, A&A Partners and Ravi Patel.
c) Consulting Agreement dated December 19, 2017 between the Issuer, A&A Partners and Aly Govani.

Except for contracts entered into by 1LINX in the ordinary course of business, the only material contracts entered into by 1LINX in the previous two years are the following:

a) The Share Purchase Agreement dated December 12, 2017 between the Issuer and 1LINX Shareholders.

## 23. INTEREST OF EXPERTS

Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants (the "Auditors"), located at 1500 – 1140 West Pender Street, Vancouver, British Columbia V6E 4G1, audited the Financial Statements and is independent within the meaning of the CPA Code of Professional Conduct of British Columbia. Based on information provided by Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants has not received nor will receive the direct or indirect interests in the property of the Issuer. Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants nor any of the directors, officers, employees and partners thereof, beneficially own, directly or indirectly, any securities of the Issuer or its associates and affiliates.

The Jackson & Company, Chartered Accountants (the “1LINX Auditors”) audited the 1LINX Financial Statements and are independent within the meaning of the CPA Code of Professional Conduct of British Columbia. Based on information provided by the Auditors, the Auditors have not received nor will receive the direct or indirect interests in the property of the Issuer. The 1LINX Auditors nor any of the directors, officers, employees and partners thereof, beneficially own, directly or indirectly, any securities of the Issuer or its associates and affiliates.

## 24. OTHER MATERIAL FACTS

The Issuer is not aware of any other material facts relating to 1LINX, the Issuer, the Issuer’s Securities or to the Transaction that are not disclosed under the preceding items and are necessary in order for this Listing Statement to contain full, true and plain disclosure of all material facts relating to 1LINX and the Issuer, assuming completion of the Transaction.

## 25. FINANCIAL STATEMENTS

A copy of the financial statements of 1LINX for the year ended January 31, 2016 and for the ten month period ended October 31, 2017 are attached to Schedule “A” to this Listing Statement.

A copy of the unaudited pro-forma balance sheet as at October 31, 2017 is attached as Schedule “B” to this Listing Statement

**CERTIFICATE OF CRYPTOBLOC TECHNOLOGIES CORP.**

Pursuant to a resolution duly passed by the board of directors of Cryptobloc Technologies Corp. (the "**Issuer**"), the Issuer, hereby applies for the listing of the above mentioned securities on the Canadian Securities Exchange. The foregoing contains full, true and plain disclosure of all material information relating to the Issuer. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 3rd day of April, 2018.

| | |
|---|---|
| *"Neil Stevenson-Moore"* | *"Ken Phillippe"* |
| NEIL STEVENSON-MOORE<br>Chief Executive Officer | KEN PHILLIPPE<br>Chief Financial Officer |
| *"Akash Patel"* | *"Brian Biles"* |
| AKASH PATEL<br>Director | BRIAN BILES<br>Director |

**CERTIFICATE OF 1LINX LTD.**

The foregoing contains full, true and plain disclosure of all material information relating to 1LINX Ltd. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 3rd day of April, 2018.

*"Neil Stevenson-Moore"*
NEIL STEVENSON-MOORE
Chief Executive Officer and Director

*"Ken Phillippe"*
KEN PHILLIPPE
Chief Financial Officer and Director

*"Akash Patel"*
AKASH PATEL
President and Director

SCHEDULE “A”

# 1LINX LTD.
# FINANCIAL STATEMENTS

**For the ten months ended October 31, 2017 and the year ended December 31, 2016**

***(Expressed in Canadian Dollars)***

**1LINX LTD.**
**Index to the Financial Statements**
**For the ten months ended October 31, 2017 and the year ended December 31, 2016**
**(Expressed in Canadian Dollars)**

## Financial Statements

JACKSON & COMPANY
Chartered Accountants

800 – 1199 West Hastings Street
Vancouver, British Columbia
Canada V6E 3T5
Telephone: +1 604 630 3838
Facsimile: +1 888 241 5996

# INDEPENDENT AUDITORS' REPORT

To the Directors of 1Linx Ltd.,

We have audited the accompanying financial statements of 1Linx Ltd. which comprise the statement of financial position as at October 31, 2017 and December 31, 2016, and the statements of profit and comprehensive income, cash flows, and changes in equity (deficiency) for the ten months ended October 31, 2017 and the year ended December 31, 2016, and the related notes comprising a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**
Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**
Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian Generally Accepted Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**
In our opinion, these financial statements present fairly, in all material respects, the financial position of 1Linx Ltd. as at October 31, 2017 and December 31, 2016 and its financial performance and cash flows for the ten months ended October 31, 2017 and the year ended December 31, 2016 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

**Emphasis of Matter**
Without qualifying our opinion, we draw attention to Note 1 in the financial statements which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt upon 1Linx Ltd.'s ability to continue as a going concern.

CHARTERED PROFESSIONAL ACCOUNTANTS

*Jackson & Company*

Vancouver, British Columbia
January 19, 2018

## 1Linx Ltd.
**Statements of Financial Position**
**As at October 31, 2017 and December 31, 2016**
**(Expressed in Canadian Dollars)**

| | October 31, 2017 | December 31, 2016 | January 1, 2016 |
|---|---|---|---|
| **ASSETS** | **$** | **$** | **$** |
| **Current assets** | | | |
| Cash | 24,557 | 28,151 | 12,341 |
| Other receivables (Note 4) | 52,786 | - | 132 |
| Deferred tax assets (Note 9) | - | 1,820 | 1,187 |
| | **77, 343** | **29,971** | **13,660** |
| **Non-current assets** | | | |
| Deferred tax assets (Note 9) | - | - | 1,821 |
| | **77,343** | **29,971** | **15,481** |
| **LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)** | | | |
| **Current liabilities** | | | |
| Accounts payable and accrued expenses (Note 5) | 35,000 | 23,000 | 29,819 |
| Due to related party (Note 7) | 32,249 | 19,388 | 2,154 |
| Income tax liability (Note 9) | 4,332 | 2,571 | 2,571 |
| | **71,581** | **44,959** | **34,544** |
| **SHAREHOLDERS' EQUITY (DEFICIENCY)** | | | |
| Common shares (Note 6) | 1 | 1 | 1 |
| Accumulated other comprehensive income | 16,387 | 18,424 | 16,093 |
| Deficit | (10,626) | (33,413) | (35,157) |
| | **5,762** | **(14,988)** | **(19,063)** |
| | **77,343** | **29,971** | **15,481** |

Subsequent events – Note 12

*(signed) "Alykhan Govani" ,CEO*

The accompanying notes form an integral part of the financial statements.

**1Linx Ltd.**
**Statements of Profit and Comprehensive Income**
**For the ten months ended October 31, 2017 and the year ended December 31, 2016**
**(Expressed in Canadian Dollars)**

| | For the ten months ended October 31, 2017 | For the year ended December 31, 2016 |
|---|---|---|
| CONTINUED OPERATIONS | | |
| Revenue (Note 8) | $ 131,846 | $ 49,378 |
| Cost of sales (Note 8) | (93,202) | (34,180) |
| **Gross profit** | **38,644** | **15,198** |
| Professional fees | (12,000) | (12,000) |
| Bank charges | (275) | (267) |
| **Net income before income tax** | **26,369** | **2,931** |
| Income tax (Note 9) | (3,582) | (1,187) |
| **Net income for the period** | **22,787** | **1,744** |
| **Other comprehensive income (loss)** | | |
| Foreign currency translation adjustment | (2,037) | 2,331 |
| **Other comprehensive income (loss)** | **(2,037)** | **2,331** |
| **Total comprehensive income for the period** | **20,750** | **4,075** |
| | | |
| **EARNINGS PER SHARE** | | |
| Basic and diluted | $ 207.50 | $ 40.75 |
| **WEIGHTED AVERAGE COMMON SHARES** | | |
| Basic and diluted | 100 | 100 |

The accompanying notes form an integral part of the financial statements.

# 1Linx Ltd.
**Statements of Changes in Shareholders' Equity (Deficiency)**
**For the ten months ended October 31, 2017 and the year ended December 31, 2016**
**(Expressed in Canadian Dollars)**

| | Number | Common shares (Note 6) | Accumulated other comprehensive income | Deficit | Total |
|---|---|---|---|---|---|
| | | $ | $ | $ | $ |
| **Balance as at January 1, 2016** | **100** | **1** | **16,093** | **(35,157)** | **(19,063)** |
| Other comprehensive income | - | - | 2,331 | - | 2,331 |
| Net income for the year | - | - | - | 1,744 | 1,744 |
| **Balance as at December 31,2016** | **100** | **1** | **18,424** | **(33,413)** | **(14,988)** |
| Other comprehensive loss | - | - | (2,037) | - | (2,037) |
| Net income for the period | - | - | - | 22,787 | 22,787 |
| **Balance as at October 31, 2017** | **100** | **1** | **16,387** | **(10,626)** | **5,762** |

The accompanying notes form an integral part of the financial statements.

**1Linx Ltd.**
**Statements of Cash Flows**
**For the ten months ended October 31, 2017 and the year ended December 31, 2016**
**(Expressed in Canadian Dollars)**

| | For the ten months ended October 31, 2017 | For the year ended December 31, 2016 |
|---|---|---|
| **OPERATING ACTIVITIES** | **$** | **$** |
| Total comprehensive income for the period | **20,750** | **4,075** |
| Changes in non-cash working capital: | | |
| Other receivables | (52,786) | 132 |
| Deferred income tax | 1,820 | 1,188 |
| Due to related party | 12,861 | 17,234 |
| Accounts payable and accrued expenses | 12,000 | (6,819) |
| Income tax liability | 1,761 | - |
| Net cash provided by (used in) operating activities | **(3,594)** | **15,810** |
| **INCREASE (DECREASE) IN CASH FOR THE PERIOD** | **(3,594)** | **15,810** |
| Cash and cash equivalents - beginning of period | 28,151 | 12,341 |
| **CASH - END OF PERIOD** | **24,557** | **28,151** |

The accompanying notes form an integral part of the financial statements.

## 1. NATURE OF OPERATIONS AND GOING CONCERN

1Linx Ltd. ("the Company") was incorporated under the laws of the Province of Ontario on January 4, 2013. The Company's registered office address is 120 East Beaver Creek Road. Suite 200, Richmond Hill, Ontario, L4B 4V1. The Company provides services for application programming interface (API) in regard operator look-up, customer look-up, IP information and customer friendly user experience. The services are provided through the Company's remoted office located in New York, US.

These financial statements have been prepared on a going concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of business in the foreseeable future. The Company incurred in cash flow deficit during the ten months ended October 31, 2017. As at October 31, 2017, cash balance was $24,557 and the total current liability was $71,581. These financial statements do not include any adjustments to the carrying value and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Management intend to finance its operation over the next twelve months with its revenue. The Company generated revenues for $131,846 during the ten months ended October 31, 2017.

## 2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These financial statements have been prepared on a going concern basis, under historical cost convention. The principal accounting policies and critical estimate and judgements, used when compiling these financial statements are set out below. These financial statements were approved by the Board of Directors on January 19, 2018.

*First time adoption IFRS*

For the first adoption of IFRS, the Company has determined the date of the opening Statement of financial position as at 1 January 2016 in accordance with IFRS 1 "First-time Adoption of International Financial Reporting Standards". The Company maintains its accounting records in accordance with accounting policy developed under IFRS. The Company did not present financial statements for previous periods; therefore, the financial statements do not include reconciliations of its equity reported in accordance with previous GAAP to its equity in accordance with IFRS and reconciliation to its total comprehensive income in accordance with IFRS for the latest period in the Company's most recent annual financial statements.

These financial statements have been prepared in accordance with IFRS without applying exceptions to the retrospective application of IFRS allowed in accordance with IFRS 1 "First-time Adoption of International Financial Reporting Standards".

## 3. SIGNIFICANT ACCOUNTING POLICIES

*Functional and presentation currency*

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the “functional currency”). The functional currency of the Company is the US dollar and the presentation currency is Canadian dollar. US dollars transactions are translated into Canadian dollars as follows: assets and liabilities- at the closing rate at the reporting date, and income and expenses – at the rate of exchange at the time of the transaction of the reporting period. All resulting changes are recognised in the other comprehensive income, as cumulative translation adjustments.

Balance sheet items denominated in US dollars are translated to Canadian dollars at the exchange rate of the reporting period. Gains and losses that arise from exchange-rate fluctuations are recognized in the Other Comprehensive Income (Loss).

The Company only have foreign currency transactions in US dollars.

*Cash and cash equivalents*

Cash and cash equivalents include bank demand deposit accounts and highly liquid short term investments with maturities of three months or less when purchased. Cash consists of checking accounts held at financial institutions in Canada and funds held in trust which, at times, balances may exceed insured limits. The Company has not experienced any losses related to these balances, and management believes the credit risk to be minimal.

*Related party transactions*

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

*Income taxes*

Income taxes represent the sum of current and deferred tax expense. Income tax is recognized in net earnings except to the extent it relates to items recognized directly in shareholders’ equity, in which case the income tax expense is recognized in shareholders’ equity. Current income taxes are measured at the amount, if any, expected to be recoverable from or payable to taxation authorities based on the income tax rates enacted or expected to be enacted at the end of the reporting period.

The Company follows the asset and liability method of accounting for income taxes. Under this method, deferred income tax assets and liabilities are recorded to reflect differences between the accounting and tax base of assets and liabilities, and income tax loss carry forwards. Deferred income taxes are measured using tax rates that are expected to apply to the period when the deferred tax assets are realized or deferred tax liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The effect of any changes in tax rates is recognized in net income in the period in which the change occurs or in shareholders’ equity, depending on the nature of the items affected by the adjustment.

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*Income taxes (continued)*

Deferred income tax assets and liabilities are not recognized for temporary differences relating to the initial recognition of goodwill; the initial recognition of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting profit or loss or taxable profit or loss; and certain differences associated with subsidiaries, branches and associates, and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognized for deductible temporary differences to the extent it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent it is no longer probable that sufficient taxable profits will be available to allow the asset to be recovered.

The Company offsets deferred tax assets and deferred tax liabilities relating to the same taxable entity. The Company may also offset deferred tax assets and deferred tax liabilities relating to different taxable entities, where the amounts relate to income taxes levied by the same taxation authority and the entities intend to realize the assets and settle the liabilities simultaneously.

*Revenues*

Revenue is recognized when the significant risk and reward of ownership have been transferred to the customer, recovery of the consideration is provable, the associated costs and possible returns of goods can be estimated reliably, there is no continuing management involvement with the good, and the amount of revenue can be measured reliably. Revenue is measured net of returns, trade discounts and volume rebates.

The Company currently only provides API services which they are fully provided immediately after the submission of the online payments by customers and there are no subsequent services obligations. As result, the revenues are recognized once the online payments are collected and services is provided.

*Share capital*

Proceeds from the exercise of stock options, special warrants and warrants are recorded as share capital in the amount for which the option or warrant enabled the holder to purchase a share in the Company. Share capital and special warrants issued for non-monetary consideration are valued at the closing market price at the date of issuance. The proceeds from the issuance of units are allocated between common shares, special warrants and warrants based on the residual value method. Under this method, the proceeds are allocated first to share capital based on the fair value of the common shares at the time the units are priced and any residual value is allocated to the warrants reserve. Consideration received for the exercise of options or warrants is recorded in share capital and the related residual value is transferred to share capital. For those warrants that expire, the recorded value is transferred to expired warrants reserve in equity. As at October 31, 2017, the Company has no outstanding warrants.

*Valuation of equity units issued in private placements*

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component.

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*Valuation of equity units issued in private placements (continued)*

The fair value of the common shares issued in private placements is determined to be the more easily measurable component and are valued at their fair value, as determined by the closing price on the issuance date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded to reserves. If the warrants expire unexercised, the value attributed to the warrants is transferred to accumulated deficit. As at October 31, 2017, the Company has no outstanding warrants.

*Net loss per share*

Basic net loss per share is calculated by dividing the net loss attributable to common shareholders by the weighted average number of common shares outstanding in the period. Diluted loss per share takes into consideration common shares outstanding (computed under basic loss per share) and potentially dilutive securities. Common shares issuable are considered outstanding as of the original approval date for purposes of earnings per share comparisons.

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the fiscal year. The Company makes estimates for, among other items, useful lives for depreciation and amortization, determination of future cash flows associated with impairment testing for long-lived assets, determination of the fair value of stock options and warrants, valuation allowance for deferred tax assets, allowances for doubtful accounts, and potential income tax assessments and other contingencies. The Company bases its estimates on historical experience, current conditions, and other assumptions that it believes to be reasonable under the circumstances. Actual results could differ from those estimates and assumptions.

*Comprehensive income (loss)*

Comprehensive income (loss) includes all changes in equity of the Company, except those resulting from investments by owners and distributions to owners. Comprehensive income (loss) is the total of net income (loss) and other comprehensive income (loss). Other comprehensive income (loss) comprises revenues, expenses, gains and losses that, in accordance with IFRS, require recognition, but are excluded from net income (loss). The Company recognized the translations adjustments as other comprehensive income (loses). All gains and losses, including those arising from measurement of all financial instruments have been recognized in net income for the period.

*Financial instruments*

*Financial assets*

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired, or have been transferred and the Company has transferred substantially all of the risks and rewards of ownership. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expires.

At initial recognition, the Company classifies its financial instruments in the following categories:

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*Financial instruments (continued)*

*Financial assets (continued)*

- Financial assets at fair value through profit or loss:

  A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short term. Derivatives are also included in this category unless they are designated as hedges.

  Financial instruments in this category are recognized initially at cost, and subsequently at fair value. Transaction costs are expensed in the statement of loss. Gains and losses arising from changes in fair value are presented in the statement of loss in the period in which they arise. Non-derivative financial assets and liabilities at fair value through profit or loss are classified as current, except for the portion expected to be realized or paid beyond twelve months of the balance sheet date, which are classified as long-term. Interest rate swaps and warrants are classified as current.

  As at October 31, 2017 and December 31, 2016, the Company had no financial instruments under this classification.

- Available-for-sale investments:

  Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories.

  Available-for-sale investments are recognized initially at fair value plus transaction costs, and are subsequently carried at fair value. Gains or losses arising from re-measurement are recognized in the other comprehensive income, except for exchange gains and losses on the translation of equity securities, which are recognized in the statement of loss. When an available-for-sale investment is sold or impaired, the accumulated gains or losses are moved from the accumulated other comprehensive income to the statements operations, and are included in “gains (losses) on sale of debt and equity security (net)”. Available-for-sale investments are classified as non-current, unless an investment matures within twelve months, or management expects to dispose of it within twelve months.

  Interest on available-for-sale debt instruments, calculated using the effective interest method, is recognized in the statement of operations as part of the interest income. Dividends on available-for-sale equity instruments are recognized in the statement of loss as dividend income, when the Company’s right to receive payment is established.

  As at October 31, 2017 and December 31, 2016, the Company had no financial instruments under this classification.

- Loans and receivables:

  Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Company’s loans and receivables comprise cash and other receivable. Loans and receivables are initially recognized at the amount expected to be received, less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortized cost using the effective interest method less a provision for impairment.

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*Financial instruments (continued)*

*Financial assets (continued)*

- Financial liabilities at amortized cost:

  Financial liabilities at amortized include due to related parties and accounts payable and accrued expenses. Payable costs are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, accounts payables are measured at amortized cost using the effective interest method. Due to related parties are recognized initially at fair value, net of any transaction costs incurred, and subsequently at amortized cost using the effective interest method. These are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

*Impairment of financial assets*

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

*Fair value hierarchy*

Fair value measurements of financial instruments are required to be classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The levels of the fair value hierarchy are defined as follows:

| | |
|---|---|
| Level 1: | Quoted prices (unadjusted) in active markets for identical assets or liabilities. |
| Level 2: | Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. |
| Level 3: | Inputs for assets or liabilities that are not based on observable market data. |

The carrying value of the cash, other receivables, due to related parties and accounts payable and accrued expenses approximate their fair value.

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*New and revised accounting standards issued but not yet effective*

At the date of authorization of these financial statements, certain new standards, amendments and interpretations to existing standards have been published but are not yet effective, and have not been early-adopted by the Company.

Management anticipates that all of the pronouncements will be adopted in the Company's accounting policies for the first period beginning after the effective date of the pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Company's financial statements is provided below. Certain other new standards and interpretations have been issued, but are not expected to have an impact on the Company's financial statements.

*IFRS 9 Financial Instruments*

Issued by the IASB July 2014, effective for the Company's annual periods beginning May 1, 2018.

FRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement and IFRIC 9 Reassessment of Embedded Derivatives. The final version of this new standard supersedes the requirements of earlier versions of IFRS 9. However, for annual periods beginning before January 1, 2018, an entity may elect to apply those earlier versions instead of applying the final version of this new standard if its initial application date is before February 1, 2015.

The main features introduced by this new standard compared with predecessor IFRS are as follows:

- Classification and measurement of financial assets:
  Debt instruments are classified and measured on the basis of the entity's business model for managing the asset and its contractual cash flow characteristics as either: "amortized cost", "fair value through other comprehensive income", or "fair value through profit or loss" (default). Equity instruments are classified and measured as "fair value through profit or loss" unless upon initial recognition elected to be classified as "fair value through other comprehensive income".

- Classification and measurement of financial liabilities:
  When an entity elects to measure a financial liability at fair value, gains or losses due to changes in the entity's own credit risk is recognized in other comprehensive income (as opposed to previously profit or loss). This change may be adopted early in isolation of the remainder of IFRS 9.

- Impairment of financial assets:
  An expected credit loss impairment model replaced the incurred loss model and is applied to financial assets at "amortized cost" or "fair value through other comprehensive income", lease receivables, contract assets or loan commitments and financial guarantee contracts. An entity recognizes twelve-month expected credit losses if the credit risk of a financial instrument has not increased significantly since initial recognition and lifetime expected credit losses otherwise.

## 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

*New and revised accounting standards issued but not yet effective (continued)*

*IFRS 9 Financial Instruments (continued)*

- Hedge accounting:
  Hedge accounting remains a choice, however, is now available for a broader range of hedging strategies. Voluntary termination of a hedging relationship is no longer permitted. Effectiveness testing now needs to be performed prospectively only. Entities may elect to continue to applying IAS 39 hedge accounting on adoption of IFRS 9 (until the IASB has completed its separate project on the accounting for open portfolios and macro hedging).

  The Company is currently evaluating the impact of the final standard and amendments on its financial statements.

*IFRS 16 Leases*

IFRS 16, Leases ("IFRS 16") In January 2016, the IASB issued IFRS 16 - Leases which replaces IAS 17 - Leases and its associated interpretative guidance. IFRS 16 applies a control model to the identification of leases, distinguishing between a lease and a service contract on the basis of whether the customer controls the asset being leased. For those assets determined to meet the definition of a lease, IFRS 16 introduces significant changes to the accounting by lessees, introducing a single, on-balance sheet accounting model that is similar to current finance lease accounting, with limited exceptions for short-term leases or leases of low value assets. Lessor accounting remains similar to current accounting practice. The standard is effective for annual periods beginning on or after January 1, 2019, with early application permitted for entities that apply IFRS 15. The Company is currently assessing the impact of IFRS 16.

*IFRS 15 Revenue from Contracts with Customers*

IFRS 15, Revenue from Contracts with Customers ("IFRS 15") In May 2014, the IASB and the Financial Accounting Standards Board ("FASB") completed its joint project to clarify the principles for recognizing revenue and to develop a common revenue standard for IFRS and US GAAP. As a result of the joint project, the IASB issued IFRS 15, Revenue from Contracts with Customers, and will replace IAS 18, Revenue, IAS 11, Construction Contracts, and related interpretations on revenue. IFRS 15 establishes principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. The standard is effective for annual periods beginning on or after January 1, 2018. The is currently assessing the impact of IFRS 15.

*IFRIC Interpretation 22*

IFRIC Interpretation 22 Foreign Currency Transactions and Advance Consideration ("IFRIC 22") On December 8, 2016, the IASB issued IFRIC 22, which addresses the exchange rate to use in transactions that involve advance consideration paid or received in a foreign currency. The Standard provides guidance on how to determine the date of the transaction for the purpose of determining the spot exchange rate used to translate the asset, expense or income on initial recognition that relates to, and is recognized on the de-recognition of, a non-monetary prepayment asset or a non-monetary deferred income liability. It is effective January 1, 2018. The Company is currently assessing the impact on the adoption of this interpretation.

**(Expressed in Canadian Dollars)**

## 4. OTHER ACCOUNTS RECEIVABLE

Other accounts receivable consists of the following:

| | October 31, 2017 | December 31, 2016 | January 1, 2016 |
|---|---|---|---|
| | $ | $ | $ |
| Advance to suppliers | 52,786 | - | - |
| Prepayments | - | - | 132 |
| | **52,786** | **-** | **132** |

## 5. ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses consist of the following:

| | October 31, 2017 | December 31, 2016 | January 1, 2016 |
|---|---|---|---|
| | $ | $ | $ |
| Trade payables | - | - | 18,819 |
| Accrued expenses | 35,000 | 23,000 | 11,000 |
| | **35,000** | **23,000** | **29,819** |

## 6. SHARE CAPITAL

### Authorized Share Capital

The Company is authorized to issue an unlimited number of shares of common stock without par value.

### Issued Share Capital: Common Shares and Special Warrants

On January 4, 2013, the Company issued 100 common shares at $0.01 for cash proceeds of $1.

### Warrants

There were no outstanding warrants during the period ended October 31, 2017 and year ended December 31, 2016.

### Stock Options

There were no outstanding stock options during the period ended October 31, 2017 and year ended December 31, 2016.

**(Expressed in Canadian Dollars)**

## 7. RELATED PARTY TRANSACTIONS

Related parties or transactions with related parties are assessed in accordance with IAS 24 "Related Party Disclosures". Related parties may enter into transactions which unrelated parties might not. Transactions between related parties are generally affected on the same terms, conditions and amounts as transactions between unrelated parties.

When considering each possible related party, not only their legal status is taken into account, but also the substance of the relationship between these parties.

There were no transaction with related parties included in the Statement of Profit and Comprehensive Income for the ten months ended October 31, 2017 and the year ended December 31, 2016.

Due to related party consist of the following:

| | **October 31, 2017** | **December 31, 2016** | **January 1, 2016** |
|---|---|---|---|
| | **$** | **$** | **$** |
| Due to CEO | 32,249 | 19,388 | 2,154 |
| | **32,249** | **19,388** | **2,154** |

Amounts due to the Company's CEO are related to expenses incurred by the CEO on behalf the Company. This loan is unsecured without interest and due on demand.

## 8. REVENUES AND COST OF SALES

Revenues consist of API online services provided by the Company (refer to Note 1 and 2). Cost of sales consist of application costs incurred by the Company for providing the API services.

## 9. INCOME TAXES

| | | **For the ten months ended October 31, 2017** | | **For the year ended December 31, 2016** |
|---|---|---|---|---|
| Current tax: | | | | |
| Current tax on profits for the period | $ | (1,762) | $ | - |
| | | **(1,762)** | | **-** |
| Deferred tax: | | | | |
| Tax carrying forward loses | | (1,820) | | (1,187) |
| | | **(1,820)** | | **(1,187)** |
| | **$** | **(3,582)** | **$** | **(1,187)** |

**(Expressed in Canadian Dollars)**

## 9. INCOME TAXES (continued)

The income tax provision recorded differs from the income tax obtained by applying the statutory income tax rate of 15% to the income for the ten months ended October 31, 2017 and for the year ended December 31, 2016 and is reconciled as follows:

| | | For the ten months ended October 31, 2017 | | For the year ended December 31, 2016 |
|---|---|---|---|---|
| Net income before income taxes | $ | 26,369 | $ | 2,931 |
| Combined statutory rate | | 15% | | 15% |
| Expected income tax expenses | | (3,955) | | (440) |
| Foreign rate difference | | 373 | | (747) |
| | **$** | **(3,582)** | **$** | **(1,187)** |

The analysis of deferred tax assets is as follow:

| | | October 31, 2017 | | December 31, 2016 |
|---|---|---|---|---|
| Deferred tax asset expected to recovered after more than 12 months | $ | - | $ | - |
| Deferred tax asset expected to recovered within 12 months | | - | | 1,820 |
| | **$** | **-** | **$** | 1,820 |

The movement of the deferred tax assets is as follow:

| | October 31, 2017 | December 31, 2016 |
|---|---|---|
| | **$** | **$** |
| **Beginning balance** | **1,820** | **3,007** |
| Charge to the statement of income | (1,820) | (1,187) |
| **Ending balance** | **-** | **1,820** |

## 10. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to pursue the development of its technologies and to maintain a flexible capital structure, which optimizes the costs of capital at an acceptable risk. The Company considers its capital for this purpose to be its shareholders' equity.

The Company's primary source of capital is through the issuance of equity. The Company manages and adjusts its capital structure when changes in economic conditions occur. To maintain or adjust the capital structure, the Company may seek additional funding. The Company may require additional capital resources to meet its administrative overhead expenses in the long term. The Company believes it will be able to raise capital as required in the long term, but recognizes there will be risks involved that may be beyond its control. There are no external restrictions on the management of capital.

## 11. FINANCIAL RISK MANAGEMENT

*Credit risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash is exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness. As at October 31, 2017, the Company's exposure is the carrying value of the financial instruments.

The Company's maximum exposure to credit risk is the carrying value of its financial assets.

*Liquidity risk*

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company manages liquidity by maintaining adequate cash balances to meet liabilities as they become due.

The Company maintained cash at October 31, 2017 in the amount of $24,557, in order to meet short-term business requirements. At October 31, 2017, the Company had due to related party of $32,249 and accrued expenses of $35,000. Due to related parties and accrued expenses bear no interests and have no fixed terms of repayments.

*Market risk*

Currency risk

The Company is exposed to currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in Canadian dollars. The Company has not entered into any foreign currency contracts to mitigate this risk.

As at October 31, 2017, the Company is exposed to currency risk for its US dollar equivalent of financial assets and liabilities denominated in currencies other than Canadian dollars. Table below summarizes the Company's exposure to US dollar exchange risk at the end of the reporting period:

| | **October 31, 2017** | **December 31, 2016** |
|---|---|---|
| | **$** | **$** |
| **Financial assets** | | |
| Cash | 24,406 | 27,979 |
| Other receivables | 52,786 | - |
| **Total financial assets** | **77,192** | **27,979** |
| **Financial liability** | | |
| Due to related party | 32,249 | 19,388 |
| **Total financial liability** | **32,249** | **19,388** |

A 10% depreciation or appreciation of the US dollar relative to the Canadian dollar would result in approximately $4,494 change in the Company's comprehensive income for the period ended October 31, 2017 ($859 for the year ended December 31, 2016).

## 12. SUBSEQUENT EVENTS

On December 20, 2017, Global Remote Technologies Ltd (Global Remote) entered into a definite agreement with the Company to acquire from the Company’s shareholders all common shares in exchange of 6,000,000 common shares of Global Remote. The transaction was completed on January 9, 2018. As result of this transaction the Company is now a wholly-owned subsidiary of Global Remote.

Global Remote’s principal business focuses on the deployment of emerging technologies for the energy sector. Global Remote operates in rugged locations around the globe, with offices in Canada, Mexico, Oman, and the United States. Global Remote Technologies is a public company, traded in Canada, U.S. and Germany under the symbols CSE: RGT, OTCMKTS:RGTZF and FRA: GR9.

SCHEDULE “B”

# GLOBAL REMOTE TECHNOLOGIES, LTD.

Unaudited Pro Forma Statement of Financial Position

October 31, 2017

(Expressed in Canadian dollars)

(Prepared by Management)

**GLOBAL REMOTE TECHNOLOGIES, LTD.**
Pro Forma Statement of Financial Position
(Unaudited)

| | **Global Remote Technologies, Ltd.** As at October 31, 2017 $ | **1Linx Ltd.** As at October 31, 2017 $ | | Pro Forma Adjustments (Note 3) | Pro Forma Consolidated October 31, 2017 $ |
|---|---|---|---|---|---|
| Assets | | | | | |
| Current assets | | | | | |
| Cash | 4,475 | 24,557 | | – | 29,032 |
| Other receivables | – | 52,786 | | – | 52,786 |
| Short-term investments | 1 | – | | – | 1 |
| Total current assets | 4,476 | 77,343 | | – | 81,819 |
| Non-current assets | | | | | |
| Equipment | 120 | – | | – | 120 |
| Goodwill | – | – | (b) | 2,994,238 | 2,994,238 |
| Total non-current assets | 120 | – | | 2,994,238 | 2,994,358 |
| Total assets | 4,596 | 77,343 | | 2,994,238 | 3,076,177 |
| Liabilities and shareholders' (deficit) equity | | | | | |
| Current liabilities | | | | | |
| Accounts payable and accrued liabilities | 38,498 | 35,000 | (c) | 32,000 | 105,498 |
| Due to related parties | 1,566,500 | 32,249 | (a) | (1,566,500) | 32,249 |
| Income tax liability | – | 4,332 | | – | 4,332 |
| Notes payable | 173,493 | – | (a) | (133,060) | 40,433 |
| Total liabilities | 1,778,491 | 71,581 | | (1,667,560) | 182,512 |
| Shareholders' (deficit) equity | | | | | |
| Share capital | 2,477,942 | 1 | (a) | 1,649,934 | 7,277,876 |
| | | | (b) | (1) | |
| | | | (b) | 3,000,000 | |
| | | | (c) | 150,000 | |
| Equity reserves | 493,494 | – | | – | 493,494 |
| Accumulated other comprehensive income | – | 16,387 | (b) | (16,387) | – |
| Deficit | (4,745,331) | (10,626) | (a) | (4,429) | (4,877,705) |
| | | | (a) | 54,055 | |
| | | | (b) | 10,626 | |
| | | | (c) | (182,000) | |
| Total shareholders' (deficit) equity | (1,773,895) | 5,762 | | 4,661,798 | 2,893,665 |
| Total liabilities and shareholders' (deficit) equity | 4,596 | 77,343 | | 2,994,238 | 3,076,177 |

(The accompanying notes are an integral part of this unaudited pro-forma statement of financial position)

## 1. Proposed Transaction

On December 12, 2017, Global Remote Technologies, Ltd. (the "Company") entered into a Share Purchase Agreement (the "Agreement") to acquire 1Linx Ltd. ("1Linx"), a private company incorporated in Ontario, Canada (the "Transaction"). 1Linx has a proprietary blockchain authentication platform and provides services for application programming interface (API) in regards to operator look-up, customer look-up, IP information and customer friendly user experience though their remoted office located in New York. Under the terms of the Agreement, the Company will acquire all of the issued and outstanding common shares of 1Linx, such that 1Linx will become a direct wholly-owned subsidiary of the Company, in exchange for the issuance by the Company of 6,000,000 common shares. In connection with the transaction, the Company agreed to issue 300,000 common shares as a finder's fee. The transaction closed on December 19, 2017.

## 2. Basis of Presentation

The unaudited pro forma statement of financial position ("pro forma statement of financial position") has been prepared in accordance with International Financial Reporting Standards ("IFRS") and is expressed in Canadian dollars. The pro forma statement of financial position does not contain all of the information required for annual financial statements. Accordingly, it should be read in conjunction with the most recent annual financial statements of Company and 1Linx.

The pro forma statement of financial position gives effect to the completion of the Transaction as if it had occurred on the date presented, October 31, 2017. The pro forma statement of financial position has been compiled from information derived form and should be read in conjunction with the following information, prepared in accordance with IFRS:

(a) The Company's unaudited interim financial statements as at and for the period ended October 31, 2017;
(b) 1Linx's audited interim financial statements as at and for the period ended October 31, 2017.

The unaudited pro forma statement of financial position has been compiled using the significant accounting policies as set out in the audited financial statements of the Company for the year ended January 31, 2017. It is the Company's management's opinion that there are no material accounting differences between the accounting policies of the Company and 1Linx. The unaudited pro forma statement of financial position should be read in conjunction with the historical financial statements and notes thereto of the Company.

It is management's opinion that the pro forma statement of financial position includes all adjustments necessary for the fair presentation, in all material respects, of the Transaction described above in accordance with IFRS applied on a basis consistent with the Company's accounting policies. No adjustments have been made to reflect potential cost savings that may occur subsequent to completion of the Transaction.

The unaudited pro forma statement of financial position is not intended to reflect the financial position of the Company which would have actually resulted had the Transaction been effected on the date indicated. The actual pro forma adjustments will depend on a number of factors, and could result in a change to the unaudited pro forma statement of financial position.

## 3. Pro Forma Assumptions and Adjustments

The unaudited pro forma statement of financial position incorporate the following pro forma assumptions:

(a) Prior to closing of the transaction, the Company settled amounts due to related parties of $1,566,500 in exchange for 10,082,970 common shares with a fair value of $0.15 per share resulting in a gain on settlement of debt of $54,055. The Company also settled notes payable of $137,489 in exchange for 916,593 common shares with a fair value of $0.15 per share. At October 31, 2017, the notes payable had a total unamortized discount of $4,429, which was recognized as interest expense upon settlement.

(b) As consideration for 100% of the outstanding securities of 1Linx, the Company will issue 6,000,000 common shares with an estimated fair value of $3,000,000 for all of the issued and outstanding common shares of 1Linx. The Transaction will be accounted for using the purchase method of accounting. Upon completion of the acquisition, the share capital of $1, accumulated other comprehensive income of $16,387, and deficit of $10,626 of 1Linx will be eliminated.

The preliminary allocation of the purchase price is summarized in the table below and is subject to change.

| | |
|---|---|
| *Purchase price:* | |
| 6,000,000 common shares at $0.50 per share | $ 3,000,000 |
| | $ 3,000,000 |

| | |
|---|---|
| *Fair value of 1Linx's net assets acquired:* | |
| Cash | $ 24,557 |
| Other receivables | 52,786 |
| Goodwill | 2,994,238 |
| Accounts payable and accrued expenses | (35,000) |
| Due to related party | (32,249) |
| Income tax liability | (4,332) |
| | $ 3,000,000 |

After reflecting the pro forma purchase adjustments, the excess of the purchase consideration over the book values of 1Linx's assets and liabilities as at October 31, 2017, has been allocated to goodwill. The fair value of the net assets of 1Linx will ultimately be determined as of the closing date of the transaction. Therefore, it is likely that the fair values of the assets and liabilities acquired will vary from those listed above, and the differences may be material.

(c) In connection with the transaction, the Company agreed to issue 300,000 common shares as a finder's fee. The estimated fair value of the common shares issued as finder's fees of $150,000 and the Company's other estimated transaction costs of $32,000 will be recorded as a transaction expense.

## 4. Pro Forma Share Capital

Pro forma share capital as at October 31, 2017, has been determined as follows:

| | Number of Common Shares | Amount |
|---|---|---|
| Issued common shares of the Company, October 31, 2017 | 42,071,338 | $ 2,477,942 |
| Issuance of common shares to settle related party debt and notes payable | 10,999,563 | 1,649,934 |
| Issuance of common shares to acquire 1Linx | 6,000,000 | 3,000,000 |
| Issuance of common shares for finder's fees | 300,000 | 150,000 |
| Pro forma balance | 59,370,901 | $ 7,277,876 |