

**FORM 7**  
**MONTHLY PROGRESS REPORT**  
**For the Month of March, 2019**

Name of CSE Issuer: **Atlas Blockchain Group Inc. (the “*Issuer*”)**

Trading Symbol: **AKE**

Number of Outstanding Listed Securities: **114,944,923 common shares**

Date of filing: **April 2, 2019**

**Report on Business**

1. Provide a general overview and discussion of the development of the Issuer’s business and operations over the previous month. Where the Issuer was inactive disclose this fact.

- **The Company announced that further to its news release on October 11, 2018, it has entered into a definitive share exchange agreement dated March 12, 2019 (the “Share Exchange Agreement”), pursuant to which the Company has agreed to acquire all of the issued and outstanding common shares (the “Isracann Shares”) in the capital of Isracann Biosciences Inc. (“Isracann”), a private British Columbia company, from the shareholders of Isracann (the “Isracann Shareholders”), subject to the conditions set out in the Share Exchange Agreement (the “Transaction”).**

**The Isracann Shareholders are expected to receive approximately 47,180,000 post-Consolidation (as defined below) common shares in the capital of the Company (the “Atlas Shares”) at a deemed price of \$0.50 per Atlas Share on a pro-rata basis. Subject to the fulfillment of the conditions precedent set out in the Share Exchange Agreement, including receipt of the approval the applicable stock exchange and shareholders of the Company, the Transaction is expected to close in late June 2019, or such date as the Company and Isracann may agree.**

**Upon successful completion of the Transaction, the Company will continue the business of Isracann.**

***The Transaction***

**The Share Exchange Agreement contains a number of conditions precedent to the closing of the Transaction (the “Closing”), including the completion of the Consolidation of the Atlas Shares, completion of customary due diligence, receipt of all necessary regulatory, corporate and third party approvals, compliance with all applicable regulatory requirements, and all requisite board and shareholder approvals being obtained.**

### ***The Consolidation***

Prior to the completion of the Transaction, it is a condition that the Company consolidates its issued and outstanding share capital at a ratio equal to three old Atlas Shares for one new Atlas Shares being outstanding following such consolidation (the "Consolidation"). The Atlas Shares to be issued in connection with the Transaction will be issued on a post-Consolidation basis.

The Atlas Shares issued in connection with the Transaction may be subject to escrow conditions and/or resale restrictions as required by applicable securities laws and the policies of the Exchange.

### ***Subscription Receipt Financing***

Prior to the completion of the Transaction, it is a condition that the Company completes a financing of at least \$5 million prior to Closing. On January 11, 2019, the Company completed the first tranche of its subscription receipt financing for total gross proceeds of \$5.2 million. The Company intends to close another tranche prior to the completion of the Transaction.

### ***Bridge Loan***

On March 6, 2019, Atlas entered into a bridge loan agreement with Isracann in the aggregate principal amount of \$200,000. The bridge loan is secured by a promissory note. In the event closing of the Transaction occurs on or before December 31, 2019, the bridge loan will bear no interest and be forgiven upon closing. In the event closing does not occur on or before December 31, 2019, the bridge loan will become immediately due on demand, and will bear interest at a rate of 2% per annum.

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

**Please see item 1**

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

**Please see item 1.**

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.
  - **The mining operation at the co-location facility has been suspended due to adverse market conditions, increase in bitcoin network mining difficulty and decrease in the price of bitcoin.**
5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services,

joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

**None.**

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

**None.**

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

**None.**

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

**None.**

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

**None.**

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

**None.**

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

**None.**

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

**None.**

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

**None.**

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

**None.**

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

**None.**

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

**None.**

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

**None.**

### **Certificate Of Compliance**

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CSE that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CSE Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: April 2, 2019

Yana Popova  
Name of Director or Senior  
Officer

"Yana Popova"  
Signature

Chief Financial Officer  
Official Capacity

<b>Issuer Details</b>		
Name of Issuer <b>Atlas Blockchain Group Inc.</b>	For Month End <b>March, 2019</b>	Date of Report YY/MM/DD <b>2019/04/02</b>
Issuer Address <b>308 East 5th Avenue</b>		
City/Province/Postal Code <b>Vancouver, BC, V5T 1H4</b>	Issuer Fax No. ( )	Issuer Telephone No. <b>(778) 871 0357</b>
Contact Name: <b>Fred Stearman</b>	Contact Position: <b>COO</b>	Contact Telephone No. <b>(778) 871 0357</b>