

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Blockchain Holdings Ltd. (the "Issuer").

Trading Symbol: BCX

Date: October 31, 2018

1. New Options Granted:

Date of Grant: October 15, 2018

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
James Passin	Director	Yes	250,000	0.20	Oct 15, 2023	250,000
Donald Padgett	Director	Yes	200,000	0.20	Oct 15, 2023	200,000
Wayne Lloyd	Director/Officer	Yes	350,000	0.20	Oct 15, 2023	350,000
Jeremy Gardner	Director	Yes	150,000	0.20	Oct 15, 2023	150,000
Greg Kallinikos	Director	Yes	150,000	0.20	Oct 15, 2023	150,000
Alan Tam	Officer	Yes	125,000	0.20	Oct 15, 2023	125,000
Malcolm Burke	Consultant	No	175,000	0.20	Oct 15, 2023	175,000
Betty Anne Loy	Officer	Yes	75,000	0.20	Oct 15, 2023	75,000
Myanganbayar Batsukh	Consultant	No	25,000	0.20	Oct 15, 2023	25,000

Total Number of optioned shares proposed for acceptance: 1,500,000

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
James Passin	25,000	2.50	January 8, 2014	January 8, 2019
Donald Padgett	25,000 5,000	2.50 2.00	January 8, 2014 December 3, 2015	January 8, 2019 December 3, 2020
Malcolm Burke	15,000 5,000	2.50 2.00	January 8, 2014 December 3, 2015	January 8, 2019 December 3, 2020
Betty Anne Loy	5,000 2,500	2.50 2.00	January 8, 2014 December 3, 2015	January 8, 2019 December 3, 2020

(1) Set out number of optioned shares for each grant with different terms.

3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held. **April 9, 2018**
- (b) State the date of the news release announcing the grant of options. **October 30, 2018**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **17,813,209**
- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options. **8.88%**
- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan. **198,821**
- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors. **\$0.10 per subscription receipt**
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. **N/A**

4. 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 the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated October 31, 2018.

Alan Tam
Name of Director or Senior
Officer

"Alan Tam"
Signature

Chief Financial Officer
Official Capacity