

## FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: **Blockchain Foundry Inc. (formerly Tiller Resources Inc.) (the "Issuer")**

Trading Symbol: **BCFN**

Number of Outstanding Listed Securities: **75,595,148**

Date: **January 2019**

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

#### **General Instructions**

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

#### **Report on Business**

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

**Over the previous month, the Issuer continued developing its pipeline of potential blockchain and software consulting opportunities. The Issuer announced two new strategic partnerships; with ARCHOS S.A., a European hardware manufacturer, and with Bitbuy, a Canadian cryptocurrency**

**platform which allows users to buy and sell Bitcoin and other cryptocurrencies.**

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

**Management has been occupied with working on the Issuer's product development and commercialization strategy as well as the Issuer's pipeline of blockchain consulting opportunities.**

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.

**On January 3, 2019, the Issuer announced a strategic partnership with ARCHOS, whereby the Issuer became the exclusive North American distributor for ARCHOS' line of cryptocurrency hardware wallets. Pursuant to the agreement, the Issuer issued 3,700,000 Common Shares to ARCHOS.**

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.

**This section is not applicable to the Issuer.**

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.

**During the month, the Issuer entered into strategic partnerships with ARCHOS and Bitbuy as previously described. The Issuer also entered into a 26 week managed services blockchain development project for an existing client.**

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.

**This section is not applicable to the Issuer.**

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.

**This section is not applicable to the Issuer.**

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

**This section is not applicable to the Issuer.**

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.

**The Issuer continued to work on the patent application for its proprietary ZDAG technology which allows for instantaneous blockchain transactions.**

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

**This section is not applicable to the Issuer**

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

**This section is not applicable to the Issuer**

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.

**This section is not applicable to the Issuer**

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

**This section is not applicable to the Issuer**

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

<b>Security</b>	<b>Number Issued</b>	<b>Details of Issuance</b>	<b>Use of Proceeds<sup>(1)</sup></b>
Common Shares	3,700,000	Issued on January 3, 2019 at \$0.025 per share pursuant to a Strategic Partnership with ARCHOS	\$92,500 issued as consideration for exclusive North American distribution rights to ARCHOS' cryptocurrency hardware wallet products
Options	2,000,000	Issued to an Executive of the Issuer at a strike price of \$0.06	Executive Compensation

*(1) State aggregate proceeds and intended allocation of proceeds.*

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

**At the end of December, two promissory notes, totalling \$75,000 remained payable to a director of the Issuer. The notes are due on demand, interest bearing at 1% per annum and unsecured.**

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

17. **This section is not applicable to the Issuer**

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

**The market for blockchain services has slowed with the decline in the prices of various cryptocurrency assets. Although the Issuer's business is not directly related to the price of Bitcoin or other cryptocurrencies, these markets may have an indirect impact on the extent to which potential clients are interested in exploring the use of blockchain technology within their businesses.**

## 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 were 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 7 Monthly Progress Report is true.

Dated February 7, 2019.

Christopher Marsh  
Name of Director or Senior  
Officer

**“Christopher Marsh”**  
Signature

Chief Financial Officer  
Official Capacity

<b><i>Issuer Details</i></b>	For Month End	Date of Report
Name of Issuer Blockchain Foundry Inc.	January 2019	YY/MM/DD 19/02/07
Issuer Address 2300 Yonge Street, Suite 1600		
City/Province/Postal Code Toronto, Ontario M4P 1E4	Issuer Fax No. NA	Issuer Telephone No. (647) 330-4572
Contact Name Christopher Marsh	Contact Position CFO	Contact Telephone No. (647) 330-4572
Contact Email Address <a href="mailto:cmarsh@blockchainfoundry.co">cmarsh@blockchainfoundry.co</a>	Web Site Address <a href="https://www.blockchainfoundry.co/">https://www.blockchainfoundry.co/</a>	