

# FORM 7

## MONTHLY PROGRESS REPORT

Name of Listed Issuer: TAAL Distributed Information Technologies Inc. (the "Issuer")

Trading Symbol: TAAL

Number of Outstanding Listed Securities: 24,819,643

Date: December 2020

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.

**The Issuer continues to develop its technology roadmap which includes blockchain transaction processing using its hashing application programming interface (M/API), bulk volume contracts, dynamic rates, and client tiering; managed services for blockchain infrastructure hosting, hash**

contracts and TAAL Pool – a public blockchain hashing pool; services and pilot projects stemming from the filed patent applications related to the method and device for generating random numbers and layer 0 token technology.

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

**Among other things, management activity for the month was focused on:**

1. **corporate development activities, with a view to growing our infrastructure and assets through North American hosting of our equipment;**
  2. **corporate financing activities, with a view to securing sufficient funds to finance the Issuer's operations;**
  3. **reviewing operations with a view to identifying opportunities for decreasing operational expenditures and risks; and**
  4. **exploring collaborations with third party development groups on specialized information processing services and solutions to capitalize on the emerging transaction fee model economy in the blockchain infrastructure industry.**
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.  
**N/A**
  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.  
**N/A**
  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.  
**Taal Technologies SEZC, a wholly owned subsidiary of the Issuer, and 12273977 Canada Inc., a wholly owned subsidiary of the Issuer, entered into an intercompany agreement dated December 9, 2020 to provide cloud computing services from 12273977 Canada Inc. to Taal Technologies SEZC.**
  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.  
**N/A**

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.

**The Issuer, through its wholly owned subsidiary 12273977 Canada Inc., entered into an agreement to acquire 8,016 units at a cost of \$6,825,000 USD for hashing operations to be conducted in Alberta, Canada.**

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

**N/A**

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.

**N/A**

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

**N/A**

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

**N/A**

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.

**N/A**

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

**The Issuer entered into a loan agreement (the "Note") with Wright International Investments Ltd., a company wholly-owned by Craig Wright, an advisor to the Issuer, providing debt financing in an aggregate principal amount of US\$7,000,000. Funds are to be advanced to the Issuer in two equal instalments of US\$3,500,000 payable in Bitcoin SV or Bitcoin core. The first instalment occurred on December 18<sup>th</sup>, 2020 and the second instalment will occur on January 29, 2021. The Note bears interest of 8% annually and is repayable on the 30<sup>th</sup> day following demand for repayment, such demand may not be made until after January 29, 2023. The principal amount shall be repaid in USD and may be paid in whole or part at any time by the Issuer.**

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

**The Issuer granted the following stock options during December:**

**December 1, 2020 100,000 options at \$1.90 exercise price expiring December 1, 2025 and vesting immediately;**

**December 3, 2020 505,000 options at \$2.10 exercise price expiring December 3, 2023 and vesting immediately; and**

**December 14, 2020 57,500 options at \$1.95 exercise price expiring December 14, 2023 and vesting immediately.**

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

**See item 13.**

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

**On December 10<sup>th</sup>, the Issuer's shareholders at the Issuer's annual general meeting elected the following individuals as directors of the Issuer: Marco Strub; Stefan Matthews; Michael Cella; Angela Holowaychuk; Michael Darcy; Deborah Rosati; and Richard Baker.**

**The Board appointed the following directors to the three committees of the Board:**

**Audit Committee: Michael Cella (chair), Michael Darcy, Deborah Rosati;**

**Compensation Committee: Michael Darcy (chair), Marco Strub, Richard Baker; and**

**Nominating and Corporate Governance Committee: Deborah Rosati (chair), Marco Strub, Michael Cella, Angela Holowaychuk.**

**Additionally, on December 10<sup>th</sup>, the following officers of the Issuer were appointed:**

**CEO & Executive Chairman of the Board - Stefan Matthews;**

**President & Interim CFO – Christopher Naprawa;**

**Chief Operations Officer – Lars Jörgensen;**

**Chief Marketing Officer – Angela Holowaychuk; and**

**Corporate Secretary – Melissa Martensen.**

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

**The changes in the market surrounding the regulation of digital assets has the potential to create additional costs of compliance for our business.**

**The use of Bitcoin SV, Bitcoin or other digital assets to, among other things, buy and sell goods and services, record information 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 digital asset protocol.

The growth of this industry in general, and the adoption and use of Bitcoin SV blockchain as a medium for commercial data interchange 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 demand for Bitcoin SV and the value added services developed by the Issuer.

Factors affecting further development of the industry include, but are not limited to, continued worldwide growth in the adoption and use of digital assets, governmental and quasi-governmental regulation of digital assets and their use, or restrictions on or regulation of access to and operation of the network or similar digital asset systems, changes in consumer demographics and public tastes and preferences, the availability and popularity of other forms or methods of buying and selling goods and services and general economic conditions and the regulatory environment relating to digital assets, competing blockchain technologies, each of which is beyond the reasonable control of the Issuer and could materially adversely affect its business.

See the Issuer's most recently filed financial statements and the corresponding management's discussion and analysis as well as the Form 2A Listing Statement, dated July 31, 2018 (the "Listing Statement") for a description of further trends, risks and uncertainties facing the Issuer.

#### ***Forward-Looking Information***

***Certain statements included in this Monthly Progress Report constitute "forward-looking information" as defined under applicable Canadian securities legislation. The words "will", "intends", "expects" and similar expressions are intended to identify forward-looking information, although not all forward-looking information will contain these identifying words. Specific forward-looking information contained in this Monthly Progress Report includes, but is not limited to, statements regarding the Issuer's roadmap and strategic vision and the Issuer's expectations regarding certain trends which may impact the Issuer, its business and its industry in general. These statements are based on factors and assumptions related to historical trends, current conditions and expected future developments. Since forward-looking information relates to future events and conditions, by its very nature it requires making assumptions and involves inherent risks and uncertainties. The Issuer cautions that although it is believed that the assumptions are reasonable in the circumstances, these risks and uncertainties give rise to the possibility that actual results may differ materially from expectations. Material risk factors include the future acceptance of Bitcoin SV and other digital assets and risks related to information processing using those platforms, the ability for the Issuer to leverage intellectual property into viable income streams and other risks set out in the Issuer's Listing Statement and elsewhere in the Issuer's***

***continuous disclosure filings available on SEDAR at [www.sedar.com](http://www.sedar.com). Given these risks, undue reliance should not be placed on the forward-looking information contain herein. The Issuer undertakes no obligation to update any forward-looking information to reflect new information, subsequent or otherwise, except as required by law.***

## 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 7 Monthly Progress Report is true.

Dated **January 7, 2020**

**Stefan Matthews**

Name of Director or Senior Officer

**(signed) "Stefan Matthews"**

Signature

**CEO**

Official Capacity

<b>Issuer Details</b> Name of Issuer	For Month End	Date of Report YY/MM/DD
<b>TAAL Distributed Information Technologies Inc.</b>	<b>December 2020</b>	<b>January 7, 2020</b>
Issuer Address		
<b>595 Burrard St – Bentall 3 - Suite 2600</b>		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
<b>Vancouver, BC, V7X 1L3</b>	<b>604-260-6142</b>	<b>604-260-6142</b>
Contact Name	Contact Position	Contact Telephone No.
<b>Angela Holowaychuk</b>	<b>CMO</b>	<b>604-260-6142</b>
Contact Email Address	Web Site Address	
<b>info@taal.com</b>	<a href="http://www.taal.com">www.taal.com</a>	