

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Prophecy DeFi Inc. (the "Issuer")

Trading Symbol: PDFI

Number of Outstanding Listed Securities: 132,147,212

Date: December 31, 2022

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.

Prophecy DeFi Inc. (PDFI) is a publicly traded investment company whose primary objective is to invest its funds for the purpose of generating returns from capital appreciation and income. It plans to accomplish these goals by bringing together technology start-ups in the Blockchain and Decentralized Finance sectors to fund

innovation, elevate industry research, and create new business opportunities in a coherent ecosystem.

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

The Company provides retail and institutional investors with access to the decentralized finance space by bridging the gap between DeFi and traditional finance. The Company invests in diverse DeFi and Web 3.0 start-ups to create new business opportunities in a coherent ecosystem.

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.

N/A

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

N/A

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.

N/A

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

Security	Number Issued	Details of Issuance	Use of Proceeds
N/A	N/A	N/A	N/A

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

N/A

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

On December 13, 2022, Prophecy DeFi Inc. announced that it had appointed Mr. Andy Dayes to the Company's Board of Directors, along with the resignation of Mr. Charlie Morris from its Board of Directors.

On December 20, 2022, Prophecy DeFi announced the resignation of Mr. Paul Rekai as President & Head of Operations. Further, the Company announced that it had appointed Mr. Jon Cohen as the Company's new Chief Financial Officer, replacing Mr. Roland Nimmo.

Mr. Cohen is a Toronto-based Chartered Professional Accountant & Chartered Accountant and has been in public practice for over 20 years. As a partner of a boutique accounting firm, he works with private and public companies, capital markets, mergers and acquisitions, and financial services providing advisory services. Prior to public practice, Mr. Cohen completed a Bachelor of Commerce from Ryerson University in Toronto, Ontario. Cohen currently serves as a director

for a registered charity, a private foundation, and as an executive in various other private corporations.

Prophecy DeFi also announced the resignation of Jonathan Hannah and Andrew Young as directors of Layer2 Blockchain Inc. and of its Chief Executive Officer, Andrew Young. Cameron Day has been appointed as a director of Layer2 and as its interim Chief Executive Officer and interim Secretary, and Jonathon Cohen has been appointed as Layer2's Chief Financial Officer.

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

The global outbreak of COVID-19 had a significant impact on businesses through restrictions put in place by the Canadian federal, provincial, and municipal governments regarding travel, business operations, and isolations/quarantine orders. At this time, it is unknown the extent of the impact the COVID-19 outbreak may have on the Company as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease and the duration of the outbreak, including the duration of travel restrictions, business closures or disruptions and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus. While the extent of the impact is unknown, we anticipate that this outbreak may cause reduced customer demand, supply chain disruptions, staff shortages and increased government regulations, all of which may negatively impact the Company's business and financial condition.

Due to a material and systemic decline in the price of digital currencies, the Company is evaluating different revenue generating alternatives and cost reductions to support current operations and remain a going concern.

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 9, 2022

Jon Cohen
Name of Director or Senior
Officer

"Jon Cohen"
Signature
CFO
Official Capacity

<i>Issuer Details</i> Name of Issuer Prophecy DeFi Inc.	For Month End December 31, 2022	Date of Report YY/MM/DD 23/01/09
Issuer Address: 87 Scollard St, Suite 100		
City/Province/Postal Code Toronto, ON, M5R 1G4	Issuer Fax No. ()	Issuer Telephone No. (416) 786-9031
Contact Name Jon Cohen	Contact Position CFO	Contact Telephone No. (416) 786-9031
Contact Email Address JonC@foley-broderick.com	Web Site Address www.prophecydefi.com	