PRIME BLOCKCHAIN INC.

(formerly Investissements TSPL Inc.)

Quarterly Management Discussion and Analysis

For the period ending on May 31, 2018

July 19, 2018

Introduction

The purpose of this MD&A is to help readers understand and evaluate trends and material changes related to Prime Blockchain Inc.'s (formerly Investissements TSPL Inc.) results of operations and financial position (the "Corporation") for the quarters ended May 31, 2018 and 2017. This report should be read in conjunction with the unaudited financial statements for these periods and the notes thereto. For more information, please visit the SEDAR web site at www.sedar.com.

The financial information presented in this MD&A has been prepared in compliance with International Financial Reporting Standards (IFRS), and amounts are expressed in Canadian dollars, unless otherwise indicated.

In this MD&A, the terms "Officers" and "Management" include Directors, Officers, the Chief Executive Officer and the Chief Financial Officer.

Forward-looking information

The reporting structure reflects how the Officers manage the Corporation and classifies the Corporation's activities for the purpose of planning and evaluating performance. This MD&A includes statements about the Company's objectives, strategies, financial condition, results of operations and activities. These statements are considered "forward looking" because they are based on management's current expectations regarding the Company's operations, the markets in which the Company operates, and various estimates and assumptions.

These forward-looking statements describe Management's expectations as of July 19, 2018.

-The actual results of the Company could differ materially from Management's expectations if known or unknown risks affect the Company's business, or if the estimates or assumptions prove to be incorrect. Consequently, Management cannot guarantee that any of its forward-looking statements will be realized.

-Forward-looking statements do not take into account the effect that transactions or non-recurring items announced or occurring after the preparation of the financial statements may have on the Company's business.

-Management does not intend, nor does it undertake to update, any of the forward-looking statements, except as required by law, even if new information comes to its attention or knowledge as a result of future events or for any other reason.

-Risks that could cause actual results to differ materially from management's current expectations are discussed in Section 10, "Risks and Uncertainties".

1. ACTIVITIES AND CONTINUITY OF OPERATION

The Company is a Québec-based corporation that was duly incorporated on January 13, 2004 under the Canada Business Corporations Act (CBCA) and is located in Verdun, QC. The Corporation has commercial activities which consist of crypto-currency mining by which they earn crypto-currencies (mainly Bitcoins) by operating specialized processors to assist in the blockchain technology (distributed ledger and algorithm processing) behind Bitcoin and other cryptocurrencies. It now has significant assets following the closing of the transaction to acquire Gestion La Marino. The Corporation's name has been changed to Prime Blockchain Inc. to reflect the Corporation's new mission.

The financial statements of the Company have been prepared on the basis of accounting principles that apply to an operating business. This assumes that the Company will continue to operate for the foreseeable future and will be able to realize its assets and pay its debts in the normal course of business. The Company incurred a net loss of $ 594,130 during the period ended May 31, 2018 (May 31, 2017 $ 169,468), accumulated a significant deficit as at May 31, 2018 and generated negative cash flows from operating activities. The Company has capital requirements, notably for the payment of its operating debts and notes payable. In this regard, the Company issued shares in settlement of operating debts, and for notes and interest payable after the end of the year. The Corporation is seeking additional financing to carry out its future projects and the Corporation's ability to continue as a going concern depends on completing such financing in a timely and satisfactory manner. The financial statements of the Company have not been restated if the going concern assumption were unfounded. Management believes that the actions it has taken or plans to take will mitigate the effect of the conditions and facts that cast doubt on the soundness of this assumption.

The Company had failed to comply with legal requirements regarding the filing of its financial statements, Management Discussions and Analysis and annual certificates. Consequently, on January 23, 2013, the "Autorité des marchés financiers" (the "AMF") issued a Cease Trade Order ("CTO") against the Corporation, its securityholders, all brokers and their representatives, as well as any other person, from any activity related to trading in Corporation's securities. In addition, in September 2016, the Corporation's shares were delisted from the NEX market due to non-payment of maintenance fees.

Serge Beausoleil, a shareholder of the Company since 2012, undertook in the fall of 2016 to reactivate the Company with the consent of the Board of Directors. To this end, he mandated Mallette S.E.N.C.R.L. to prepare the various audited financial statements required, to ask for a lifting of the CTO by the regulatory authorities. Mr. Beausoleil then hired the law firm of Stein Monast S.E.N.C.R.L. so that an application for the lifting of the CTO be filed with the regulators. Mr. Beausoleil and about fifteen people, all Accredited Investors ("Lenders"), advanced to the Corporation the sums required to obtain the lifting of the CTO and to finance the maintenance of its activities.

The CTO was lifted on August 2, 2017 subject to one condition. TSPL was required to hold a general meeting of shareholders within 90 days of the lifting of the CTO to elect a new board of directors.

During the quarter the following activities occurred:

On March 2018, the Corporation had completed the acquisition of Gestion La Marino Inc. This corporation is active in the mining for crypto-currencies. The purchase price was for a value of $2.5 million paid for through the issuance of a total of 25 million shares. In addition, a commission was paid on the transaction for a total of 1,575,000 Common Shares. On May 15, 2018, the terms to this transaction were amended and the purchase of Gestion La Marino was completed through the issuance of fifteen million (15,000,000) common shares of the Corporation and the payment of a commission on the transaction of one million and fifty thousand (1,050,000) common shares. All the shares issued for the acquisition were done so at ten cents ($0.10) per share.

On March 30, 2018, the Corporation completed a private placement by issuing 200,000 common share units for an amount of $20,000. Each unit consisted in one share and one warrant. Each warrant giving the holder the right to acquire an additional share at a price of $0.20 per share for a period of two (2) years. The share had a value of $14,705 and the warrants a value of $5,295. The Corporation also issued 232,258 shares as payment for operating expenses in a value of $23,226.

On May 24, 2018, the Corporation issued 900,000 common share units at a price of $0.10 per unit to complete a ninety thousand dollar ($90,000) private placement. Each unit consists of one (1) common share and o On May 24, 2018, the Corporation completed a private placement by issuing 900,000 common share units for an amount of $90,000. Each unit consisted in one share and one warrant. Each warrant giving the holder the right to acquire an additional share at a price of $0.20 per share for a period of two (2) years. The share had a value of $66,176 and the warrants a value of $23,824. The Corporation also issued 120,491 shares as payment for operating expenses in a value of $12,049.

One million two hundred thousand (1,200,000) options were granted on March 30, 2018; 800,000 to Officers and Directors, and 400,000 to consultants. The option can be exercised at a price of $0.10 per share. These options expire on January 3, 2023.

Now that the transaction to acquire gestion La Marino has been completed, the Corporation intends to complete the documentation required to list its securities on the Canadian Stock Exchange.

2. FINANCIAL OVERVIEW

-The Corporation generated $45,520 of crypto-currency mining income during the period.

-Prime Blockchain incurred costs for the search and analysis of investment projects, during part of the quarter. As of the date of this report, the transaction with Gestion La Marino has been announced and completed. The shares have been issued and La Marino’s operations are now part of TSPL’s operations.

-The Corporation's operations were financed via accounts payable. The Company also secured financing through the issuance of interest-bearing notes and by completing private placement of common share units.

3. SUMMARY OF RESULTS

Years ended August 31	**2017**	2016	2015
	$	$	$
Revenues	**-**	-	-
Expenses	**320 159**	254 329	138 955
Gain on debt settlement	**89 349**	-	-
Net loss and comprehensive income	**(230 810)**	(254 329)	(138 955)
Basic and fully diluted net loss per share	**(0,003)**	(0,002)	(0,009)

The following table sets out selected unaudited financial information of the Company for the last eight quarters:

The following table sets out selected unaudited financial information of the Company for the last eight quarters:

In Dollars	May 31, 2018	Feb. 28, 2018	Nov. 30, 2017	Aug. 31, 2017	May 31, 2017	Feb. 28, 2017	Nov. 30, 2016	Aug. 31, 2016
Gain on write-off	0	-	-	-	18 829	-	-	-
Gain on debt settlement	0	-	-	89 349	-	-	-	-
Revenue	45 520	-	8 645	-	-	-	-	-
expenses	390 705	48 977	297 922	131 862	107 380	39 197	41 720	66 032
Net loss	345 185	(48 977)	(289 277)	(42 513)	(88 551)	(39 197)	(41 720)	(66 032)
Basic loss per share	0,013	0,005	0,003	0,0160	0,0030	0,0003	0,0030	0,0170

First Quarter

During the first quarter, the Corporation incurred consulting fees to continue its activities for $65,450. The Autorité des marchés financiers, the Alberta Securities Commission and the British Columbia Securities Commission granted the CTO in August 2017.

Second Quarter

During the second quarter, the Corporation incurred consulting fees for $66,212, legal fees for $26,000 and travel expenses for $29,521. These costs were incurred to identify a company to acquire, to negotiate and complete the acquisition of Gestion La Marino Inc. and to prepare the documents needed to apply for a listing on the Canadian Securities Exchange.

Third Quarter

During the third quarter, the Corporation incurred consulting fees of $99,108, legal fees of $1,814 and travel expenses for $13,954. These costs were incurred to complete and amend the Gestion La Marino transaction and to negotiate the renting of a new facility, so the Corporation crypto-currency mining operations can grow.

4. SUMMARY OF STATEMENTS OF FINANCIAL POSITION

	May 31, 2018	August 31,2017
Current assets	$85,919	$18,167
Long-term assets	$16,612	$2,462
Investments :		
Gestion La Marino	$1,500,000	$NIL
Total Assets	$1,602,531	$20,629
Current liabilities	$157,352	$779,249
Long-term liabilities	$NIL	$NIL
Total Liabilities	$157,352	$779,249

5. SUMMARY OF CASH FLOWS

Quarters ended May 31,	2018	2017
Operating Activities	($347,737)	($163,825)
Financing activities	$415,241	$147,500
Investing activities	($14,150)	-
Net increase in cash	53,354	($16,325)

At May31, 2018, Prime Blockchain Inc. had a negative working capital amounting to $71,433, compared to a negative working capital amounting to $761,082 at August 31, 2017.

6. SUMMARY OF SHAREHOLDERS 'EQUITY

May 31,	2018	2017	2016
Number of shares outstanding	27,633,858	746,565	745,565
Stock options	1,200,000	475,000	475,000
Warrants	10,080,637	Nil	Nil

The Corporation had adopted a Stock Option Plan, in 2012, under which the Board of Directors could grant to the Directors, Officers, Employees and Consultants stock options that could be exercised for a period of up to five years from the date of grant. This plan came to an end and was replaced by a new plan that was adopted by the shareholders at the meeting on October 31, 2017.

One million two hundred thousand (1,200,000) options were granted, after the end of the third quarter, giving the holder the right to acquire one Common Share per option at a price of $0.10 per share. The options expire on January 3, 2023. 800,000 options were granted to Directors and Officers, and 400,000 options were granted to consultants to the Corporation.

As at May 31, 2018, the number of issued and outstanding shares was 27,633,858.

7. OFF-BALANCE SHEET ARRANGEMENTS

The Company is not party to any off-balance sheet commitments as at the date of this MD&A.

8. RELATED PARTY TRANSACTIONS

Related parties of the Company include its subsidiaries as well as the Company's key management personnel, as well as entities directly or indirectly controlled by key management personnel or entities where key management personnel are directors or officers.

Compensation of Key Management Personnel – The Company considers its directors and executives to be key management personnel. Key management personnel compensation for the nine months ended May 31, consisting of stock-based compensation, consulting fees, and are as follows:

	Nine months ended May 31,	
	2018	2017
Consulting fees (1)	**113,225**	-
Stock based compensation	**72,800**	-
Rent	**6,000**	-
Total	**192,025**	-

(1) Consulting fees for a director and officer of the Company are paid to a separate management company controlled by the director and officer.

As at May 31, 2018, all the payables to Directors had been paid.

9. OUTLOOK

As at May 31, 2018, accounts payable totaled $142,352, notes payable $15,000 had not been repaid at maturity.

Management believes that the Company's cash position is not sufficient to finance its operating activities.

The Company is expected to proceed with some advances and the issuance of equity units by way of private placement in order to complete its restructuring efforts.

10. RISKS AND UNCERTAINTIES

In addition to the credit, liquidity and interest rate risks disclosed in the financial statements in Note 14 - "Financial Instruments", management presents, below, a non-exhaustive list of additional risk factors that a potential investor should take into account regarding the Corporation, namely:

1. The Corporation has limited operations and some assets. It does not have a history of revenues earnings, it does generate income and does not pay dividends.

2. An investment in the common shares of the Corporation is considered highly speculative given the current nature of its business and its current development stage.

3. The Corporation 's Management devote only part of their time to its affairs and some of them are or will be engaged in other projects, companies or companies. As a result, conflicts of interest may arise from time to time.

4. The Management cannot offer guarantees that an active and liquid market for its common shares will develop. As a result, investors may find it difficult, if not impossible, to sell their common shares.

5. Trading in the common shares of the Company may be interrupted for various reasons, including the failure by the Corporation to submit documents to the regulators on a timely basis.

11. MAJOR ACCOUNTING METHODS AND ESTIMATES

The financial statements are prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB). The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the values of assets and liabilities and the presentation of contingent assets and liabilities as of the date of the financial statements. Similarly, income and expenses for the years presented are subject to estimates and assumptions. On a regular basis, the Corporation re-evaluates these estimates and assumptions, including those relating to the provision for credit losses, future income tax assets and certain accrued liabilities. It is therefore possible that actual results differ from these estimates.

Management bases its estimates and assumptions on past experience and on a number of factors that are believed to be reasonable in the circumstances, which are the basis of our judgment of the carrying amount of assets and liabilities that are not apparent in any other way. Actual results may differ from these estimates.

There has been no material change in the accounting policies and estimates of the Corporation since August 31, 2017. A full description of the accounting policies is presented in the corresponding section of the 2017 financial statements.

The International Financial Reporting Interpretations Committee and the IASB have issued new guidelines, which will be mandatory for fiscal years beginning after September 1, 2017 or later. Many of these new standards will have no impact on the Company's overall results and statements of financial position, and are therefore not discussed below.

IAS 7 Statement of Cash Flows

In February 2016, the IASB issued limited scope amendments to IAS 7 Cash Flow Statement, to require companies to disclose changes in their funding liabilities. The amendments will apply prospectively to fiscal years beginning on or after January 1, 2017. Earlier application is permitted. These changes will have no significant impact on the Company's financial statements.

IFRS 9, Financial Instruments

In July 2014, the IASB published IFRS 9 which replaces IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 introduces improvements which include a logical model for classification and measurement of financial assets, a single, forward-looking ‘’expected credit loss’’ impairment model and a substantially-reformed approach to hedge accounting. This new standard is effective for annual reporting periods beginning on or after January 1, 2018. Earlier application is permitted. The Company has not yet assessed the impact of this new standard on its consolidated financial statements.

IAS 12 - Income taxes

In January 2016, the IASB issued amendments to IAS 12 Income Taxes relating to the recognition of future income tax assets related to unrealized losses. Essentially, these amendments are intended to clarify when a future income tax asset should be recognized in respect of an unrealized loss. These amendments will apply to financial statements for annual periods beginning on or after January 1, 2017. These amendments will have no material impact on the Company's financial statements.

IFRS 15 Revenue from Contracts with Customers

In May 2014, the IASB issued IFRS 15 Revenue from Contracts with Customers to replace IAS 18 and IAS 11. This new standard establishes the method and timing of accounting. products in a single format, except for leases, financial instruments and insurance contracts. This standard will apply retrospectively as of January 1, 2018. The Company will assess the impact of this new standard when recognizing revenue related to its ordinary activities.

IFRS 2 - Share-based Payment

In June 2016, the IASB issued an amendment to IFRS 2 - Share-based Payment to clarify the valuation of cash-settled share-based payments and the recognition of changes that result in an allocation of cash settled in shares. This amendment will apply to fiscal years beginning on or after January 1, 2018 and early application is permitted. This amendment will have no material impact on the financial statements of the Company.

IFRS 16 - Leases

This standard, issued in 2016, specifies how to account for, measure, present and disclose lease information. It contains a unique lessee accounting model requiring the recognition of assets and liabilities for all contracts unless the term of the contract is for twelve months or less or the underlying asset has a low value. However, the accounting by the lessor remains largely unchanged from IAS 17 and the distinction between finance leases and operating leases remains. This standard will apply for fiscal years beginning on or after January 1, 2019. The Company has not yet assessed the impact of this standard on its financial statements.

IFRIC 23 - Uncertainty with Tax Treatment

In June 2017, the IASB issued IFRIC 23 - Tax Treatment Uncertainty. This standard clarifies the application of the recognition and measurement provisions of IAS 12 - Income Taxes in the event of uncertainty regarding tax treatment. It specifically addresses the questions of whether the corporation considers each tax treatment in isolation or collectively, what the corporation assumes with respect to the tax administration's control of tax treatments, how the corporation determines the taxable profit (the deductible loss), the tax bases, unused tax losses, unused tax credits and tax rates, and how the corporation accounts for changes in facts and circumstances. This standard will be effective for annual periods beginning on or after January 1, 2019, with earlier application permitted. This standard will not have a significant impact on the financial statements of the Company.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Credit risk

Credit risk is the risk of financial loss for the Corporation if a counterparty fails to meet its obligations. Credit risk on cash is limited as the contracting party is usually a financial institution with a high credit rating. The maximum credit risk is equal to cash.

Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet all its cash flow commitments at the appropriate time.

The Company monitors its liquidity, which enables it to seek additional liquidity in a timely manner as required. The necessary financing comes from equity capital financings and the issuance of notes payable that allow the Company to continue its activities.

As at May 31, 2108, the Company had current liabilities consisting of operating debts and Notes payable totaling $ 157,352 (August 31, 2017- $ 779,249).

Interest rate risk

The Company has interest-bearing Notes payable. Given the short-term maturity of these Notes the interest rate risk is low.

Fair Value

The carrying amount of cash, accounts payable and Notes payable represents a reasonable estimate of their fair value due to the short-term maturities of these instruments.

Financial instruments measured at fair value are classified according to a hierarchy that reflects the importance of the inputs used in making the valuations. This hierarchy has three levels:

Level 1 - quoted prices (unadjusted) in active markets for similar assets or liabilities; cash is classified at this level.

Level 2 - Valuation based on observable market data for the asset or liability, either directly or indirectly.

Level 3 - Valuation based on inputs other than observable market inputs for the asset or liability.

During the period ended February 28, 2018 and 2017, there were no movements between the different levels in the financial asset valuations.

13. SUBSEQUENT EVENTS

Since the end of the period there has not been any subsequent events of importance which need to be divulged.

14. OTHER INFORMATION

Additional information about the Company is available on SEDAR at www.sedar.com.

(s) Serge Beausoleil

Serge Beausoleil

Director and Chief Financial Officer

July 19, 2018