BLOX LABS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three and six months ended September 30, 2017 and September 30, 2016

INTRODUCTION

The following Management's Discussion and Analysis ("MD&A") of Blox Labs Inc. (the "Company") has been prepared by management in accordance with the requirements of National Instrument 51-102 as of November 29, 2017. This MD&A should be read in conjunction with the unaudited financial statements as at September 30, 2017 and the related notes contained therein which have been prepared under International Financial Reporting Standards ("IFRS"). The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company.

All financial information in this MD&A has been prepared in accordance with IFRS and all dollar amounts are quoted in Canadian dollars, the reporting and functional currency of the Company, unless specifically noted.

FORWARD-LOOKING STATEMENTS

The following Management's Discussion and Analysis ("MD&A") contains statements which, to the extent that they are not recitations of historical facts, may constitute forward-looking information under applicable Canadian securities legislation. Such forward-looking statements or information include financial and other projections as well as statements regarding the Company's future plans, objectives, performance, revenues, growth, profits, operating expenses or the Company's underlying assumptions. Forward-looking statements and information relating to the Company are based on the beliefs of management as well as assumptions made by and information currently available to us. The words "may", "would", "could", "will", "likely", "expect", "anticipate", "intend", "plan", "forecast", "project", "estimate" and "believe" or other similar words and phrases may identify forward-looking statements or information. Persons reading this MD&A are cautioned that such statements or information are only predictions, and that the Company's actual future results or performance may be materially different. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital and the estimated cost and availability of funding. Such statements reflect the current views of management with respect to future events and are subject to certain risks, uncertainties and assumptions. Factors that could cause actual events or results to differ materially from those suggested by these forward-looking statements include, but are not limited to: the possibility of development or deployment difficulties or delays; the timing of entering into significant contracts; the performance of the global economy; industry analyst perception of the Company and its vision and future prospects; the success of certain business combinations engaged in by the Company or by its competitors; possible disruptive effects of organizational or personnel changes; new products and standards; risks related to acquisitions and international expansion; reliance on large customers; dependence upon key personnel and hiring; reliance on a limited number of suppliers; risks related to the Company's competition; the Company not adequately protecting its intellectual property; currency exchange rate risk; and including, but not limited to, other factors described in the Company's reports filed on SEDAR, its listing statement and those referred to under the heading "Risks and Uncertainties". In drawing a conclusion or making a forecast or projection set out in the forward-looking information, the Company takes into account the following material factors and assumptions in addition to the above factors: the Company's ability to execute on its business plan; timing of execution of outstanding or potential customer contracts by the Company; sales opportunities available to the Company; the Company's subjective assessment of the likelihood of success of a sales lead or opportunity; the Company's historical ability to generate sales leads or opportunities; and that sales will be completed at or above the Company's estimated margins. This list is not exhaustive of the factors that may affect the Company's forward-looking information. These factors should be considered carefully and readers should not place undue reliance on forward-looking information. All forward-looking statements made in this MD&A are qualified by this cautionary statement and there can be no assurance that actual results or developments anticipated by the Company will be realized. The Company disclaims any intention/obligation to update/revise forward-looking information, whether as a result of new information, future events or otherwise, except as required by law.

COMPANY OVERVIEW

Background

Blox Labs ("BLOX" or the "Company") was incorporated on April 04, 2014 under the Business Corporations Act of British Columbia as Big Rock Labs Inc. and changed its name to Blox Labs Inc. on November 16, 2017 in connection with a 2:1 share consolidation. The Company owns 100% of Big Rock Technologies Inc. which was incorporated on February 13, 2014 under the Business Corporations Act of British Columbia as well. The head office of the Company is at 119 Spadina Avenue, Suite 1203; Toronto, Ontario M5V 2L1.

Blox Labs became a reporting issuer in British Columbia and Alberta on May 29, 2014, pursuant to the closing of a statutory plan of arrangement with Gorilla Minerals Corp. and Blox Labs' wholly-owned subsidiary Big Rock Technologies Inc. In addition to being a reporting issuer in British Columbia and Alberta, Blox Labs became a reporting issuer in Ontario upon listing on the Canadian Securities Exchange ("CSE") on June 02, 2014.

Blox Labs Inc. is a boutique technology development company that is focused on creating best-in-class smartphone apps and software solutions that are driven by emerging trends in Blockchain, Smart Contracts and Decentralized Application Technologies. BLOX is actively targeting strategic acquisitions of high growth companies in the technology sector and is open to partnerships.

Significant Events

On April 13, 2017 the Company published a news release titled "Big Rock Labs Announces Letter of Intent for Proposed Reverse Takeover and Name Change". Big Rock Labs Inc. (the "Company") had entered into a non-binding Letter of Intent ("LOI") with respect to a proposed Reverse Takeover ("RTO") of 1945894 Ontario Ltd. and its wholly owned U.S. subsidiary.

On April 26, 2017 the Company published a news release titled "Big Rock Labs Terminates Letter of Intent for Proposed Reverse Takeover and Name Change". Based on market conditions of the oil & gas market, the transaction was not in the best interests of Big Rock shareholders.

At the Company's annual general and special meeting (the "Meeting") on June 23, 2017 in Toronto, 77.05% of all issued and outstanding shares and 99.99% of the shares voted at the Meeting voted in favour of all resolutions as recommended by management, including the share consolidation authorization. The auditor Collins Barrow Toronto LLP was appointed again for the ensuing year. Full disclosure of the details are provided in the Company's Information Circular.

Subsequent Events

On November 8, 2017, Big Rock Labs provided a corporate update regarding a proposed 2:1 share consolidation and name change to Blox Labs Inc., a trading symbol change from BLA to BLOX, director changes, an equity unit financing of up to $700,000 CAD and information about the ongoing business development of the Company.

Proposed Share Consolidation and Name Change

As part of ongoing discussions relating to improving the capital structure of the Company, the Board of Directors is of the view that a consolidation of the common shares would increase the Company's flexibility and competitiveness in the marketplace and make the Company's securities more attractive to a wider audience of potential investors. The purpose of the consolidation is to facilitate the Company's ability to attract future financings, generate greater investor interest and improve trading liquidity. As such, the Company intends to consolidate its issued and outstanding common shares at a ratio of one post-consolidated share for two pre-consolidated shares in accordance with CSE Policy 9.

The Company currently has 20,230,000 common shares issued and outstanding. Upon completion of the share consolidation, the Company anticipates there will be 10,115,000 common shares issued and outstanding. In accordance with the Company's articles, the share consolidation requires the approval of the shareholders, which was received at the Company's annual general and special meeting (the "Meeting") on June 23, 2017 in Toronto, Canada. At the Meeting, 77.05% of all issued and outstanding common shares and 99.99% of the common shares voted at the Meeting voted in favour of all resolutions as recommended by management, including the share consolidation authorization.

Additionally, in connection with the proposed share consolidation, in accordance with CSE Policy 9 Section 3.1, the Company will undertake a name change to "Blox Labs Inc." In order to align with this new name, the Company will also complete a CSE trading symbol change to "BLOX".

Director Changes

Mr. Stephane Bigue has resigned as Director of the Company, effective immediately, to pursue other opportunities. The Board of Directors of Big Rock wishes to thank Mr. Bigue for his contributions during his tenure as Director of the Company.

Mr. Jeffrey Zanini will join the Company's Board of Directors, effective immediately. Mr. Zanini has 25 years of experience as a Senior Executive in Supply Chain Logistics. He has a track record for building best-in-class organizations with a relentless focus on profitability, branding and growth strategies.

Equity Unit Financing

The Company is also pleased to announce that its Board of Directors has approved a proposed non-brokered private placement financing (the "Offering") of up to 14 million units at five cents per unit for gross proceeds of up to $700,000 CAD, in accordance with CSE Policy 6. Each unit consists of one post-consolidated common share and one half of one post-consolidated common share purchase warrant. Each whole warrant is convertible into one common share at a price of ten cents per share and is exercisable for a period of 24 months.

Proceeds of the Offering will be used for ongoing software development including the assessment and development of blockchain applications, identifying business acquisitions and partnerships in the technology sector as well as for general working capital, marketing and corporate purposes.

Ongoing Business Development

In light of the rapid rate of change at which technology and specifically software development is advancing, the Company's Board of Directors is of the view that in order to stay relevant in this competitive landscape, the assessment and inclusion of blockchain applications to its current and future portfolio of technology products is of sound and prudent business strategy.

Mr. Harald Seemann, CEO and Director, commented, "In advancing our previous product offerings, "The Reach App" and "LinkedInAudit", we have assembled the necessary infrastructure, including expertise in coding for web applications as well as iOS and Android operating systems, database mining, search optimization, and branding and marketing, in order to successfully bring technology products to market.” He continued, “Adding blockchain applications to our suite of services, both existing and future, is a natural evolution for us in the rapidly evolving sector of today’s digital ecosystems.”

On November 24, 2017, Blox Labs completed its 2:1 share consolidation and name change from Big Rock Labs Inc. to Blox Labs Inc. The Company also successfully closed its $700,000 CAD non-brokered private placement financing announced on November 8, 2017.

The common share consolidation record date was November 22, 2017 and the common share consolidation became effective that day. In connection with the share consolidation, in accordance with CSE Policy 9 Section 3.1, the Company changed its name to Blox Labs Inc. In order to align with this new name, the Company also completed a CSE trading symbol change to BLOX.

Financings

On November 24, 2017, BLOX successfully closed its non-brokered private placement financing (the “Offering”) announced on November 8, 2017. The Company raised gross proceeds of $700,000 CAD through the issuance of 14 million post-consolidated units at a price of five cents per unit. Each unit consists of one post-consolidated common share and one half of one post-consolidated common share purchase warrant. Each whole warrant is convertible into one common share at a price of ten cents per share and is exercisable for a period of 24 months.

Proceeds of the Offering will be used for ongoing software development including the assessment and development of blockchain applications, identifying business acquisitions and partnerships in the technology sector as well as for general working capital, marketing and corporate purposes. The securities issued by the Company in connection with the Offering are subject to a four months plus one day resale restriction following the date of distribution under applicable Canadian provincial securities laws.

There are no compensatory plans or arrangements with respect to the executive officers resulting from the resignation, retirement or any other termination of employment of the officer’s employment or from a change of named executive officers’ responsibilities following a change of control. The Company has not granted any termination or change of control benefits. In case of termination of named executive officers, common law and statutory law applies.

SELECTED FINANCIAL INFORMATION

	Period ended September 30, 2017	Period ended September 30, 2016
Working capital	$47,999	$174,223
Current assets	$70,637	$199,919
Total liabilities	$22,638	$25,696
Share capital	$640,562	$640,562
Accumulated deficit	$1,323,024	$1,196,800

RESULTS OF OPERATIONS

For the three months period ended September 30, 2017, the Company incurred losses of $8,464, which mainly resulted from Professional Fees and Other Expenses.

Summary of Quarterly Results

Results are summarized in the following table:

	3 Months ended September 30, 2017	**3 Months ended September 30, 2016**
Net loss	$8,464	$11,646
Loss per share	$0.01	$0.01
Revenue	-	-
Total assets	$70,637	$199,919

Summary of 6 Months Results

Results are summarized in the following table:

	6 Months ended September 30, 2017	**6 Months ended September 30, 2016**
Net loss	$41,388	$56,884
Loss per share	$0.01	$0.01
Revenue	-	$116
Total assets	$70,637	$199,919

Liquidity and Capital Resources

As at September 30, 2017, the assets of the Company were represented by $69,734 cash held on hand as well as HST receivable of $903. The Company has to rely on the sale of equity securities, primarily through private placements for cash, to fund research and development of software applications and general operating activities. Completed private placement arrangements are described in the **Financings** section above. The Company has not pledged any of its assets as security for loans, or otherwise is not subject to any debt covenants. Based on current information, the Company anticipates that its working capital is sufficient to meet its expected ongoing obligations for the coming year.

Transactions with Related Parties

There were no transactions with related parties during this period.

Outstanding Share Data

On September 30, 2017, the Company had 20,230,000 shares of its common stock issued and outstanding. There were 600,000 options and 1,500,000 warrants to purchase the Company's common stock outstanding. The stock options have an exercise price of $0.30 and expire on May 12, 2019. The 1,500,000 warrants have an exercise price of $0.26 and expire on October 9, 2020.

On November 29, 2017, the Company had 24,115,001 shares of its common stock issued and outstanding. There were 150,000 options and 7,750,000 warrants to purchase the Company's common stock outstanding. The stock options have an exercise price of $0.60 and expire on May 12, 2019. 750,000 warrants have an exercise price of $0.52 and expire on October 9, 2020. 7,000,000 warrants have an exercise price of $0.10 and expire on November 24, 2019. These numbers reflect the 2:1 share consolidation.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

SIGNIFICANT ACCOUNTING POLICIES

All significant accounting policies adopted by the Company have been described in the notes to the unaudited financial statements for the period ended September 30, 2017.

New accounting standards and interpretations

Certain new accounting standards and interpretations have been published; however, these are not mandatory for the September 30, 2017 reporting period. Management believes that these standards and interpretations will have no material impact on the financial statements.

RISKS AND UNCERTAINTIES

Uninsured or Uninsurable Risk

The Company may become subject to liability for risks against which the Company cannot insure or against which the Company may elect not to insure due to the high cost of insurance premiums or other factors. The payment of any such liabilities would reduce the funds available for the Company's usual business activities. Payment of liabilities for which the Company does not carry insurance may have a material adverse effect on the Company's financial position and operations.

Conflicts of Interest Risk

Certain of the Company's directors and officers are, and may continue to be, involved in other business ventures in the technology industry through their direct and indirect participation in corporations, partnerships, joint ventures, etc. that may become potential competitors of the products the Company intends to provide. Situations may arise in connection with potential acquisitions or opportunities where the other interests of these directors and officers conflict with or diverge from the Company's interests. In accordance with the Business Corporations Act of British Columbia, directors who have a material interest in any person who is a party to a material contract or where a proposed material contract is required, subject to certain exceptions, have to disclose that interest and generally abstain from voting on any resolution to approve the contract. In addition, the directors and the officers are required to act honestly and in good faith with a view to the Company's best interests. However, in conflict of interest situations, the Company's directors and officers may owe the same duty to another company and will need to balance their competing interests with their duties to the Company. Circumstances (including with respect to future corporate opportunities) may arise that may be resolved in a manner that is unfavorable to us.

Key Personnel Risk

The Company's success will depend on its directors and officers to develop the Company's business and manage its operations, and on the Company's ability to attract and retain key technical, sales and marketing staff or consultants. The loss of any key person or the inability to find and retain new key persons could have a material adverse effect on the Company's business. Competition for qualified technical, sales and marketing staff, as well as officers and directors can be intense and no assurance can be provided that the Company will be able to attract or retain key personnel in the future, which may adversely impact the Company's operations. There are no compensatory plans or arrangements with respect to the executive officers resulting from the resignation, retirement or any other termination of employment of the officer's employment or from a change of named executive officers' responsibilities following a change of control. The Company has not granted any termination or change of control benefits. In case of termination of executive officers, common law and statutory law applies.

Speculative Nature of Investment Risk

An investment in the Company's common shares carries a high degree of risk and should be considered as a speculative investment by purchasers. The Company has not paid dividends, and is unlikely to pay dividends in the immediate or near future. The Company is in the development phase of its business. The Company's operations are not yet sufficiently established such it can mitigate the risks associated with its planned activities.

Liquidity and Future Financing Risk

The Company may require additional financing to fund future operations and expansion plans. The Company plans to raise further funds to carry out its business plan, but it does not yet have a commitment from anyone to invest the funds. The Company's ability to secure any required financing to sustain its operations will depend in part upon prevailing capital market conditions, as well as the Company's business success. There can be no assurance that the Company will be successful in the Company's efforts to secure any additional financing or additional financing on terms satisfactory to the Company's management. If additional financing is raised by issuing common shares in the Company's authorized capital, control of the Company may change and shareholders may suffer additional dilution. If adequate funds are not available, or are not available on acceptable terms, the Company may be required to scale back its business plan or cease operating.

Going Concern Risk

The Company's financial statements have been prepared on a going concern basis under which an entity is considered to be able to realize its assets and satisfy its liabilities in the ordinary course of business. The Company's future operations are dependent upon the identification and successful completion of equity or debt financing and the achievement of profitable operations at an indeterminate time in the future. There can be no assurances that the Company will be successful in completing equity or debt financing or in achieving profitability. The financial statements do not give effect to any adjustments relating to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern.

Global Economy Risk

A potential economic slowdown and downturn of global capital markets can make the raising of capital by equity or debt financing more difficult. The Company will be dependent upon the capital markets to raise additional financing in the future, while the Company establishes a user and customer base for its products. Access to financing can be negatively impacted by a global economic downturn. As such, the Company is subject to liquidity risks in meeting the Company's development and future operating cost requirements in instances where cash positions are unable to be maintained or appropriate financing is unavailable. These factors may impact the Company's ability to raise equity or obtain loans and other credit facilities in the future and on terms favourable to the Company and its management. If uncertain market conditions persist, the Company's ability to raise capital could be jeopardized, which could have an adverse impact on the Company's operations and the trading price of the Company's common shares on the Canadian Securities Exchange ("CSE").

Dividend Risk

The Company has not paid dividends in the past and does not anticipate paying dividends in the near future. The Company plans to retain potential earnings to finance further growth and, when appropriate, retire debt.

Share Price Volatility Risk

The Company's common shares are listed for trading on the CSE. External factors outside of the Company's control such as announcements of quarterly variations in operating results, revenues and costs, and sentiments toward technology sector stocks may have a significant impact on the market price of the Company's common shares. Global stock markets, including the CSE, have from time to time experienced extreme price and volume fluctuations that have often been unrelated to the operations of particular companies. The same applies to companies in the technology sector. There can be no assurance that an active or liquid market will develop or be sustained for the Company's common shares.

Increased Costs of Being a Publicly Traded Company

As a company with publicly-traded securities, the Company will incur significant legal, audit and filing fees. Securities legislation and the rules and policies of the Exchange require listed companies to, among other things, adopt corporate governance and related practices, and to continuously prepare and disclose material information, all of which will significantly increase the Company's legal and financial compliance costs.

Financial Instruments

Fair value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The Company does not have any financial instruments measured at fair value on the consolidated statements of financial position.

Capital Management

The Company defines its capital as shareholders' equity. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to explore all strategic options and to maintain a flexible capital structure for its projects for the benefit of its stakeholders.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets or adjust the amount of cash.

The Company is not subject to externally imposed capital requirements.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

1) Fair value

The carrying value of cash and cash equivalents, as well as accounts payable and accrued liabilities approximates their fair value because of the relatively short-term nature of these instruments.

2) Credit risk

The Company's cash is largely held in large Canadian financial institutions. The Company maintains cash deposits with Schedule A financial institutions, which from time to time may exceed federally insured limits. The Company has not experienced any significant credit losses and believes it is not exposed to any significant credit risk.

3) Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company does maintain bank accounts which earn interest at variable rates but it does not believe it is currently subject to any significant interest rate risk.

4) Liquidity risk

The Company's ability to continue as a going concern is dependent on management's ability to raise additional funding through future equity issuances and through short-term borrowing. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. The Company intends to meet its current obligations in the following year with funds to be raised through private placements, shares for debt, loans and related party loans.

CONTINGENCIES

There are no contingent liabilities.

DIRECTORS AND OFFICERS

As of the date of this report, November 29, 2017, the Company's directors and officers are the following:

Directors:	Officers:
Harald Seemann	Harald Seemann – Chief Executive Officer
Jens Brandt	Jens Brandt – Chief Financial Officer
Jeffrey Zanini	
Philip Morrison	

Approved and authorized by the Board of Directors on November 29, 2017.

On behalf of the Board:

/s/ "Harald Seemann"	*/s/ "Jens Brandt"*
Harald Seemann	**Jens Brandt**
Director	**Director**