

Millennium Blockchain Inc.

A Nevada Corporation

QUARTERLY DISCLOSURE STATEMENT Three Months Ended April 30, 2018

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Millennium Blockchain Inc. – from January 17, 2018, through the current date.
THC Therapeutics, Inc. – from January 23, 2017, through January 17, 2018.
Harmonic Energy, Inc. – prior to January 23, 2017.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 11700 W Charleston Blvd #73
Address 2: Las Vegas, NV 89135
Phone: 702-602-8422
Email: brandon@mblockchain.io
Website: https://mblockchain.io/

3) Security Information

Trading Symbol: MBLC
Exact title and class of securities outstanding: Common Stock
CUSIP: 60041A 102
Par or Stated Value: \$0.001
Total shares authorized: 500,000,000 as of: 4/30/18
Total shares outstanding: 123,985,891 as of: 4/30/18

Exact title and class of securities outstanding: Series A Preferred Stock
CUSIP: None
Par or Stated Value: \$0.001
Total shares authorized: 3,000,000 as of: 4/30/18
Total shares outstanding: 2,000,000 as of: 4/30/18

Exact title and class of securities outstanding: Series B Preferred Stock
CUSIP: None
Par or Stated Value: \$0.001
Total shares authorized: 165,000 as of: 4/30/18
Total shares outstanding: 165,000 as of: 4/30/18

Transfer Agent
Name: Island Stock Transfer
Address 1: 15500 Roosevelt Blvd., Suite 301
Address 2: Clearwater, FL 33760
Phone: (727) 289-0010

Is the Transfer Agent registered under the Exchange Act?* Yes: No:

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange

Act. List any restrictions on the transfer of security:

None (other than shares issued with restrictive legend restricting the transfer of the securities without registration under the Securities Act of 1933, as amended, or a valid exemption from registration).

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Effective January 4, 2017, Brandon Romanek acquired 5,316,322 shares, or approximately 62.6%, of our outstanding shares of common stock at the time, from our former CEO, Jamie Mann, in a private transaction. As result, Mr. Romanek became our controlling shareholder. In addition, Mr. Romanek was appointed to serve as our new CEO, CFO, and a member of our board of directors effective January 12, 2017, and Jamie Mann, Hiro Tanaka, and Adrian R.J. Smith resigned from all director and officer positions with the Company. On or about January 22, 2017, the Company entered into an asset purchase agreement with Mr. Romanek, under which the Company acquired certain patent and trademark applications and other intellectual property in exchange for 100,000,000 shares of common stock and 2,000,000 shares of Series A Preferred Stock, and in connection with the acquisition and change of control, on January 23, 2017, the name of the Company was changed to "THC Therapeutics, Inc."

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

On July 20, 2016, the Company issued 3,200,569 shares of common stock of the Company to a former officer of the Company in exchange for \$225,000 of accrued consulting fees due to that former officer.

Effective June 10, 2016, the Company conducted a 1 for 14 reverse split of its issued and outstanding common stock.

On January 13, 2017, we entered into a convertible promissory note with a note holder who assumed two outstanding notes totaling \$112,400. Interest under the convertible promissory note is 5% per annum, and the principal and all accrued but unpaid interest is due on January 13, 2018. The note is convertible at any time following the issuance date at noteholder's option into shares of our common stock at a fixed conversion price of \$0.001. On February 6, 2017, the holder of the note converted \$10,000 of the principal of the note into 10,000,000 common shares of the Company at a conversion price of \$0.001. On April 28, 2017, the note holder forgave the remaining balance principal of \$102,400 and accrued interest of 1,507.

On January 23, 2017, the Company issued 100,000,000 shares of common stock and 2,000,000 shares of Series A Preferred Stock to our officer and director, Brandon Romanek, as consideration under an asset purchase agreement with him.

On May 9, 2017, the Company entered into a convertible promissory note pursuant to which we borrowed \$92,500 from a third-party lender. The note carries an original issue discount of 7.5% (\$7,500). Interest under the convertible promissory note is 6% per annum, and the principal and all accrued but unpaid interest is due on May 9, 2018. The note is convertible at any date after the issuance date at noteholder's option into shares of our common stock at a variable conversion price of 65% of the lowest closing market price of our common stock during the previous 20 days to the date of the notice of conversion.

Also on May 9, 2017, the Company issued stock warrants to purchase 100,000 shares of its common stock to a third-party lender as part of a financing agreement. The warrants have a strike price of \$0.75. The stock warrants were exercisable six-months from grant and have a life of 3 years.

On May 12, 2017, the Company issued 120,000 shares of Series A Preferred Stock as consideration to the seller under an asset purchase agreement.

On June 6, 2017, the Company issued 45,000 shares of Series A Preferred Stock as consideration to a lender to settle a lien on assets acquired under the May 12, 2017, asset purchase agreement.

On June 12, 2017, the Company issued 200,000 shares of common stock to a consultant for services to be rendered between June 15, 2017 and September 15, 2017.

On June 26, 2017, the Company issued 88,000 shares of common stock to a consultant for services to be rendered between July 1, 2017, and June 30, 2018.

On August 10, 2017, the Company issued 5,000 shares of common stock to a consultant for services rendered. The shares were fair valued at \$1,740 at the date of grant.

On August 28, 2017, the Company issued 2,500 shares of common stock to a consultant for services rendered. The shares were fair valued at \$973 at the date of grant.

On October 13, 2017, the Company issued stock warrants to purchase 30,000 shares of its common stock to a third-party lender as part of a financing agreement. The warrants have a strike price of \$2.00. The stock warrants were exercisable immediately upon grant and have a life of 3 years.

On February 15, 2018, the Company agreed to issue 150,000 shares of common stock to a consultant for services rendered. The shares were fair valued at \$102,000 (\$0.68 per share) and deemed fully earned at the date of grant.

On March 5, 2018, the Company received \$25,000 from an investor pursuant to a private placement agreement with the investor to purchase 62,500 shares of the Company's common stock and 62,500 warrants to purchase shares of the Company's common stock at \$2.00 per shares for a period of three years. If the Company's common stock has closed for 20 consecutive trading days above \$3.00 per share, the investor must exercise the warrant within 30 days.

On March 31, 2018, the Company entered into two agreements with BurstIQ Analytics Corporation, a Colorado corporation ("BurstIQ"), a Simple Agreement for Future Tokens (the "SAFT") and Simple Agreement for Future Equity (the "SAFE"). Pursuant to the SAFT and the SAFE, the Company purchased (i) the right to a number of BIQ tokens equal to \$2,500,000 divided by a 35% discount to the maximum price per token sold by BurstIQ to the public during a network launch, and (ii) the right to a number shares of BurstIQ's preferred stock sold in a subsequent equity financing equal to \$2,500,000 divided by a deemed \$6.50 price per share, in consideration of the issuance of an aggregate of 5,000,000 shares of the Company's common stock to BurstIQ. The issuance of the rights to the Company are subject to terms and conditions set forth in the SAFT and SAFE.

On March 31, 2018, the Company and a lender agreed to settle a \$30,000 promissory note and associated accrued interest of \$3,473. The Company agreed to issue 95,000 shares of the Company's common stock and warrants to purchase 195,000 shares of the Company's common stock at \$2.00 for a three-year term. In return for the consideration, the Lender agreed to release the Company from all amounts owed.

On April 6, 2018, the Company received \$40,000 from an investor pursuant to a private placement agreement with the investor to purchase 100,000 shares of the Company's common stock and 250,000 warrants to purchase shares of the Company's common stock at \$2.00 per shares for a period of five years.

The issuance described above for conversion of debt on February 6, 2017, was made in reliance on the exemptions from registration provided by Sections 3(a)(9) and 4(a)(1) of the Securities Act, and Rule 144 promulgated thereunder, and

the shares were issued without a restrictive legend as the common stock was issued in exchange for debt securities of the Company held by the shareholder for the requisite holding period, there was no additional consideration for the exchange, there was no remuneration for the solicitation of the exchange, there was no general solicitation, and the transactions did not involve a public offering. The other securities identified in this section were issued or will be issued with restrictive legends (stating that the shares have not been registered and cannot be transferred unless registered under the Securities Act of 1933 or unless an exemption from registration is available) pursuant to exemptions from registration requirements relying on Section 4(a)(2) of the Securities Act of 1933 and/or upon Rule 506(b) of Regulation D of the Securities Act of 1933 as there was no general solicitation, and the transactions did not involve a public offering.

5) Financial Statements

The Company has filed the following financial statements in connection with this Quarterly Disclosure Statement, which are incorporated herein by reference:

Quarterly Report – Financial Statements and Notes for the three months ended April 30, 2018, posted to otcq.com on July 27, 2018.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Millennium Blockchain, Inc., (referred to as the "Company") is focused on focused on investing in blockchain technologies and crypto-assets focused on financial markets, healthcare, crypto-mining and high-technology. The Company historically was focused on developing their patent-pending product, the dHydronator®, a sanitizing herb dryer. The main function of the dHydronator (which the Company still has the rights to) is to greatly accelerate the drying time of an herb while sanitizing it. The dHydronator can be used to dry a variety of herbs, it has been tested for use with cannabis, and it will reduce the drying time for cannabis from 10-14 days to less than 14 hours. In early 2018, the Company shifted its primary focus to blockchain technologies.

B. Date and State (or Jurisdiction) of Incorporation:

May 1, 2007, Nevada.

C. the issuer's primary and secondary SIC Codes;

3721

D. the issuer's fiscal year end date;

July 31st

E. principal products or services, and their markets;

The Company is focused on investing in blockchain technologies and crypto-assets focused on financial markets, healthcare, crypto-mining and high-technology. The Company historically was focused on developing their patent-pending product, the dHydronator®, a sanitizing herb dryer. The main function of the dHydronator (which the Company still has the rights to) is to greatly accelerate the drying time of an herb while sanitizing it. The dHydronator can be used to dry a variety of herbs, it has been tested for use with cannabis, and it will reduce the drying time for cannabis from 10-14 days to less than 14 hours.

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company leases office space on a month-to-month basis for \$3300 month.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Name	Office
Brandon Romanek	Chief Executive Officer & Director

- B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity

securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Name	Shares	Percent of Class
Brandon Romanek 11700 W Charleston Blvd #73 Las Vegas, NV 89135	105,316,322 shares of Common Stock (as of April 30, 2018)	84.9%
Brandon Romanek Same as above	2,000,000 shares of Series A Preferred Stock (as of April 30, 2018)	100%

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Lance Brunson, Esq.
Firm: Brunson Chandler & Jones, PLLC
Address: Walker Center
175 S. Main Street, 14th Floor
Salt Lake City, UT 84111
Phone: (801) 303-5730
Email: lance@bcjlaw.com

Auditor

Name: Bojan Stokic, CPA
Firm: AMC Auditing, LLC
Address: 8250 W Charleston Blvd, Suite 100
Las Vegas, NV 89117
Phone: (888) 727-8251

Investor Relations Consultant

Firm: Hayden IR
Address: 18579 N. 80th St., #204
Scottsdale, AZ 85260
Phone: (646) 536-7331

Other Advisor - Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

None.

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

I, Brandon Romanek, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Millennium Blockchain Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: July 27, 2018

/s/ Brandon Romanek

Brandon Romanek, CEO, CFO & Director