VISION LITHIUM

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE THREE MONTH PERIOD ENDED

NOVEMBER 30, 2018

SCOPE OF MANAGEMENT'S FINANCIAL ANALYSIS

The following Management Discussion & Analysis («MD&A»), dated January 29, 2019, is to be read in conjunction with the interim consolidated condensed unaudited financial statements of Vision Lithium Inc. (the «Company» or «VLI») for the period ended November 30, 2018 and the consolidated audited financial statements of Vision Lithium Inc. for the year ended August 31, 2018 as well as with the accompanying notes. The interim consolidated condensed unaudited financial statements for the period ended November 30, 2018 are prepared under the International Financial Reporting Standards (IFRS). Unless otherwise indicated, all amounts are expressed in Canadian dollars. The objective of this Management's Discussion and Analysis Report ("MD&A") released by ABE is to allow the reader to assess our operating and exploration results as well as our financial position for the three-month period ended November 30, 2018 compared to the same period last year.

The Company discloses, on a regular basis, additional information on its operations, which is recorded on the System for Electronic Document Analysis and Retrieval (SEDAR) in Canada at: www.sedar.com.

FORWARD-LOOKING STATEMENTS

This document may contain forward-looking statements that reflect management's current expectations with regards to future events. Such forward-looking statements are subject to certain factors and involve a number of risks and uncertainties. Actual results may differ from expected results. Factors that could cause our results, our operations and future events to change materially compared to expectations expressed or implied by the forward-looking statements include, but are not limited to, volatility in the metal prices, risks inherent to the mining industry, uncertainty regarding the mineral resource estimation and additional funding requirements and the Company's ability to obtain such funding.

INCORPORATION, NATURE OF OPERATIONS AND ONGOING EXPLORATION

Vision Lithium Inc., incorporated under the *Canada Business Corporation Act*, is a mineral resources exploration company, and the head office is based in Val-d'Or, Québec. The exploration sites are located mainly in the province of Québec in Canada. During the period, the Company continued to focus its efforts on furthering its main lithium assets, in particular the Sirmac property.

The Company does not have any producing property. Recovery of the cost of mining assets is subject to the discovery of economically recoverable reserves, the Company's ability to obtain the financing required to pursue exploration and development of its properties, and profitable future production or the proceeds from the sale of its properties. The Company must periodically obtain new funds in order to pursue its activities. While it has always succeeded in doing so to date, there can be no assurance that it will continue to do so in the future.

The shares of the Company are listed on the TSX Venture Exchange and traded under the symbol VLI.

HIGHLIGHTS OF THE THIRD QUARTER OF 2019

Summary of Exploration

The Company incurred expenses totalling $194,667 before tax credits and credits on refundable exploration duties for the first quarter ending November 30, 2018 compared to $18,487 as at November 30 2017. In the interim consolidated condensed unaudited financial statements, those exploration costs are presented net of exploration tax credits.

The Company engaged exploration expenses for other properties evaluations for an amount of $1,671 less $564 in refundable tax credit for a total of $1,107 and which amounts were accounted directly to the consolidated statement of net loss compared to an expense of $28,697 less $10,558 in refundable tax credit for a total of $18,139 for the same period in 2018.

Financial results

Since the Company focuses on the development of its exploration and evaluation assets, its revenues, mainly finance income, are not sufficient to cover its operational costs. Without any other available sources of revenue, the Company is unprofitable**.** During the period, the Company maintained a tight control of its other expenses.

The loss for the period of $292,774 reflects the current activities of the Company.

MINING PROPERTIES

The technical information in the following section was reviewed by Yves Rougerie, geologist and President & CEO of Vision Lithium Inc. Mr. Rougerie is a Qualified Person within the meaning of the term as defined in of National Instrument 43-101 – Standards of Disclosure for Mineral Projects.

The Company has an interest or option to acquire an interest in the following properties:

Name	Status	Notes	Royalties
Sirmac, QC	Wholly owned	Acquired 24 claims from Nemaska Lithium, added 169 claims by acquisition from prospectors	1% on 24 claims
Case Twp, ON	Wholly owned	Staked by Vision Lithium	Nil
Dôme Lemieux, QC	Wholly owned	Acquired with the acquisition of Pioneer Resources	Nil
Broadback, QC	Wholly owned	Staked by Vision Lithium	Nil
La Corne, QC	Wholly owned	Staked by Vision Lithium	Nil
St. Stephen, NB	50% Joint Venture	Indiana Resources of Perth, Australia has a 50 % interest in this property	Nil
Epsilon, QC	Wholly owned	Inactive	2%

Sirmac Lithium Property

The Sirmac Lithium Property originally consisted of 24 mining claims (cells) having a total area of approximately 1,100 hectares located approximately 180 kilometres by road northwest of Chibougamau, in the province of Québec. The Company added 169 claims by acquisition from prospectors. The property now totals 193 claims covering approximately 9,463 hectares.

Following acquisition of the property by the Company, a high-resolution magnetic survey was completed over the Sirmac Property followed by a 1,584 metres drill program in 26 holes in early spring of 2018. This program has been reporting upon in previous press releases and quarterly reports.

A property-wide summer exploration program was initiated in June 2018 to better understand the main #5 dike geometry as well as search for and identify new areas of significant lithium bearing pegmatites.

This work led to the discovery of significant lithium bearing dike swarm located approximately 5 km ENE of the #5 dike. Following the discovery, the Company applied for stripping and drilling permits in early summer and an extensive work program was completed between June and September with 22 channels totaling 149.5 metres in length and 112 samples, as well as 5 short drill holes totaling 500 metres that were aimed at understanding the geometry of the dike system.

The East zone is made up of several lithium bearing intrusive dikes which trend northward and dip to the east. The early drilling was targeted immediately below the observable dikes to establish their direction and dip and was done prior to channel sampling. The assay results suggest the East zone has the potential to develop into a significant lithium occurrence that could be advanced in tandem with the Main dike and possibly other lithium bearing zones on the property. The East zone dike swarm has only tested over a 100 metre strike length and it remains open in all directions. Additional ground work and drilling on the East zone is warranted in upcoming exploration programs.

On the original 24-claim Sirmac property, a number of large dikes are observed in the area of the Main Dike, several of which had been sampled by previous operators for lithium alone. Vision Lithium resampled many of these dikes as well as newly discovered dikes in the general vicinity of the Main Dike and assayed for lithium and 21 other elements. Although no significant lithium assays were returned, the minor elements assay results indicate that these dikes are evolved Lithium Cesium Tantalum (LCT) Pegmatite dikes which have the potential to host significant lithium mineralization. Further work is required on all these dikes, some of which are hundreds of metres long and tens of metres wide.

Metallurgical tests are underway at SGS Lakefield (“SGS”). Outcrop samples and drill core samples from the winter drilling program as well as from the Nemaska drilling program of 2012 on the main #5 dike were sent to SGS for metallurgical tests in late spring and early summer. The mandate calls for SGS to produce a Li_2O concentrate of the highest grade possible. Historical tests achieved concentrate grades above 6% and the Company expects the same results from the current study. Once the results of the concentrate grade are confirmed, Vision Lithium will then mandate SGS to make a battery grade lithium hydroxide and lithium carbonate. First results from the tests are expected shortly.

All rock samples were sent for preparation and analysis to the ALS Chemex laboratory in Val-d'Or, Québec. Core samples were sawed in half, with one half being bagged and tagged using barcodes. The samples are typically 1.5 metre samples. The samples were transported to Val-d’Or by secure transport and delivered to ALS Chemex. Vision Lithium Inc. applies a rigorous quality control protocol, including the insertion of certified analytical standards, duplicates and blanks and statistical follow-up of the results.

Case Twp Property

Map staking was introduced in Ontario in early April 2018. Ahead of this date, Vision reviewed areas of interest across the province for lithium idkes with available exploration potential. The Company identified an area in Case Township in northeastern Ontario, about 80 km east of Cochrane and just north of Lake Abitibi. Vision Lithium map-staked 1,145 claims covering approximately 24,045 hectares (59,540 acres) adjacent on all sides to Power Metals Corp.'s Case Lake Lithium Pegmatite Project where numerous extensive and wide high-grade lithium dikes have been identified. The Company did an initial ground reconnaissance of this very large property in late summer. Extensive field work will be required in 2019 to identify areas of greatest interest.

Dôme Lemieux Property

The Dôme Lemieux Property is made up of 217 map-designated claims totalling 11,543.15 ha or roughly 115.43 km^2. The property is located in the Gaspésie region of eastern Québec, approximately 32 km south-southeast of the town of Sainte-Anne-des-Monts, Québec. Access is very easy by way of the main road that cuts across the Gaspé peninsula and the National Park of the same name. Route 299 goes from Sainte-Anne-des-Monts to New-Richmond and crosses the east part of the property in a north-south direction. The property is located just to the south of the National Park boundaries. Numerous logging and prospecting roads and trails branch off Route 229 and provide access to the remaining parts of the property. The Dome Lemieux property is characterized by an interpreted large buried intrusive that pushed up into the surrounding sedimentary formations forming a dome. Structurally, the central area of the property, the dome itself, is cut by a network of regional faults that strike northeast-southwest to northwest-southeast, effectively dividing the property in structural blocks. The property has been explored by several different companies following the original discovery of the Federal Pb-Zn mine in 1909 and over 20 significant mineral occurrences have since been discovered. The Federal, Big Pioneer and South Brandy occurrences were all explored underground prior to WWII through shafts and/or adits with relatively minor lateral development and mining. Historical resources were calculated in the past for at least two deposits and some minor unreported production was presumed from the Federal Pb-Zn deposit during WWII.

In 2017, the Company contracted MRB & Associés, a Val-d'Or based geological consulting firm, to create a 3D model of the Dome Lemieux property. The 3D model incorporated the available historical exploration and geoscientific data from the area and allowed the Company to build a comprehensive model from which it can determine priority targets and plan exploration programs. Building a 3D model of available data is allowing the Company to see the historical work under a new light, allowing new views, creating new ideas and exploration proposals to be brought to the forefront. Future programs will be based at least in part on the interpretation resulting from the 3D model. More recently, Vision mandated a review of the historical geophysical surveys covering the property in order to add to our understanding and interpretation of the geology. In particular, a reinterpretation of previous gravity surveys has confirmed the existence and location of a large positive gravity anomaly within the property limits, a significant development going forward. All of this work will lead to better planning of the next phases of exploration for this property where deep drilling of the gravity anomaly should be prioritized

SELECTED FINANCIAL INFORMATION

	Three-month period ended November 30, 2018 $	Three-month period ended November 30, 2017 $
Finance income	**2,004**	6,026
Operating expenses	**296,396**	345,241
Net loss for the period	**(292,774)**	(345,387)
Basic and diluted net loss per share	**(0.00)**	(0.01)
Weighted average number of shares in circulation	**81,163,670**	59,930,795

	Statement of financial position as at November 30, 2018 $	Statement of financial position as at August 31, 2018 $
Cash and cash equivalents	**568,393**	907,945
Exploration and evaluation assets	**12,608,932**	12,482,740
Total assets	**13,748,005**	13,962,634
Current liabilities	**738,453**	766,499
Working capital	**384,882**	696,736
Equity	**13,009,552**	13,196,135

QUARTERLY FINANCIAL INFORMATION SUMMARY

Quarter	Income cost	Finance cost	Operating expenses	Write-off of exploration and evaluation assets	Loss for the period	Loss per share
2018-11-30	2,004	-	296,396	10,548	(292,774)	(0.00)
2018-08-31	2,658	-	304,400	2,675	(299,241)	(0.00)
2018-05-31	3,368	-	503,327	-	(499,960)	(0.01)
2018-02-28		-	579,628	-	(579,628)	(0.01)
2017-11-30		-	345,243	-	(345,243)	(0.00)
2017-08-31		-	405,598	2,675	(405,598)	(0.02)
2017-05-31		62,071	1,125,789	-	(1,187,860)	(0.06)
2017-02-28		56,623	49,456	-	(106,079)	(0.00)

Results of operations

Current quarter

During the period ended November 30, 2018, the Company reported a net loss of $292,774 (or $0.00 per share) compared to a net loss of $345,387 (or $0.018 per share) as at November 30, 2017.

Operational expenses decreased by $41,845 to $296,396 ($346,241 in 2018).

In total, $106,191 of share-based payments were made during the first quarter of 2019 ($147,297 in 2018), all of which related to equity-settled share-based payment transactions no amount was capitalised in exploration and evaluation assets ($2,661 in 2018), $61,139 were included in employee benefits expenses and $45,052 were included in consultants' expenses and reported in profit or loss for the period ending November 30, 2018 ($71,859 and $75,439 for the same period in 2018) and credited to contributed surplus.

The Company engaged exploration and evaluation expenses of $1,671 before tax credits and credit on refundable duties for the period ending November 30, 2018 ($28,697 as at November 30, 2017) and all expenses were incurred in totality in Canada. Most of the expenses represent geological work-related costs.

Statements of financial position

As at November 30, 2018, the cash includes an account bearing a high interest rate of 1.10%.

Cash does not include any amounts required to be spent in exploration expenses.

As at November 30, 2018, the Company had total assets of $13,748,005 compared to $13,962,634 as at August 31, 2018. This decrease of $214,629 is described in the following paragraphs:

Current assets

The current assets amount to $1,123,335 as at November 30, 2018 compared to $1,463,235 as at August 31, 2018. They are mainly composed of the cash and cash equivalents at $568,396, the guaranteed investment certificate at $50,452, the tax credits receivable at $444,609, prepaid expenses at $35,906 and the tax credit receivable at $16,782 compared to respectively $907,945,$50,452, $365,252, $30,815, and $101,696 as at August 31, 2018. The decrease in cash and cash equivalents mainly reflects exploration work on Sirmac Lithium and payment to trade and other payables.

Exploration and evaluation assets

The exploration and evaluation assets amount to $12,608,932 as at November 30, 2018 compared to $12,482,740 as at August 31, 2018. The increase of $126,192 represents mainly the exploration work totalling $117,639 after tax credit and refundable credit on duties.

The following tables detail the allocation of the exploration expenditures between the properties:

Analysis of exploration work by property:

Description	Sirmac Lithium $	Dôme Lemieux $	St-Stephen $	Epsilon $	La Corne $	Broadback $	Case Twp $	Total $
Balance as at August 31, 2018	438,161	42,068	-	4,001	4,425	2,811	10,219	501,685
Additions								
Drilling	7,931	-	-	-	-	-	-	7,931
Surveying and acces roads	-	-	-	-	-	-	-	-
Geology	107,840	4,212	-	40	286	254	3,887	116,519
Geophysics	-	6,520	-	-	-	-	-	6,520
Reports	-	-	-	-	-	-	-	-
Geochemistry	-	-	-	-	-	-	-	-
Scouring	46,455	-	-	-	-	-	-	46,455
Line cutting	-	-	-	-	-	-	-	-
Metallurgy	10,343	-	-	-	-	-	-	10,343
Rent	-	-	-	-	-	-	-	-
Office expenses	2,745	-	-	-	-	-	-	2,745
Duties, taxes and permits	-	2,950	-	291	153	-	-	3,394
Amortization	760	-	-	-	-	-	-	760
Stock based payments	-	-	-	-	-	-	-	-
Sub-total	**176,074**	**13,682**	-	**331**	**439**	**254**	**3,887**	**194,667**
Write-off of exploration costs	-	-	-	**(4,313)**	-	-	-	**(4,313)**
	176,074	**13,682**	-	**(3,982)**	**439**	**254**	**3,887**	**190,354**
Tax credit	(74,756)	(2,058)	-	(19)	(214)	-	-	(77,047)
Net expense for the period	**101,318**	**11,624**	-	**(4,001)**	**225**	**254**	**3,887**	**113,307**
Balance as at November 30, 2018	**539,479**	**53,692**	-	-	**4,650**	**3,065**	**14,106**	**614,992**

A part of evaluation costs goes to profit or loss when the Company has no agreement or mining rights on those properties. These costs represent $1,671 before tax credit and refundable credit on duties for the period ended November 30, 2018 ($28,697 as at November 30, 2017)

Liabilities

As at November 30, 2018, current liabilities were $738,453 compared to $766,499 as at August 31, 2018. The decrease of $28,046 reflects the current activities of the Company.

Provisions relate to various taxation claims. The Company is not eligible for any reimbursement by third parties in this regard. Usually, these claims are settled between three and eighteen months from initiation, depending on the procedures used for negotiating the claims. As the timing of settlement of these claims is to a large extent dependent on the pace of negotiation with various counterparties and governmental authorities, the Company cannot reliably estimate the amounts that will eventually be paid in settlement after more than twelve months from reporting date. Therefore, the amount was classified as current. During the first quarter of 2019, the Company paid no amount to its shareholders (nil as at August 31, 218 and the provision was increased by an amount of $36,000).

Management, on the advice of counsel, does not expect that the outcome of any of the remaining cases will give rise to any significant loss beyond the amounts actually recognized. None of the provisions will be discussed here in further detail so as to not seriously prejudice the Company's position.

Equity

As at November 30, 2018, shareholders’ equity was $13,009,552 compared to $13,196,135 as at August 31, 2018 for a decrease totalling $186,583. This negative impact includes net loss of the current activities of the Company for a total of $292,774.

During the first quarter of 2019, no share option was awarded. The value accounted for the options totalled $106,191 and is presented in contributed surplus compared to $949,211 as at August 31, 2018.

Cash Flows

Cash flows used in ***operating activities*** were $167,460 and $203,265 respectively, for the periods ended November 30, 2018 and 2017. These cash flows represent the net loss of each period adjusted for non-cash items from operating activities. During the first quarter of 2019, non-cash items with a positive impact on the cash flows totalled $125,996. Those items were mainly related to stock-based compensation for $106,191, the write-off of exploration and evaluation assets for $10,548 and changes in working capital items for $9,102. During the first quarter of 2018, they represented $147,493 from which $147,297 is related to the share-based payments and $196 is related to the amortization of property and equipment. The cash items with negative impact as on cash flows as at November 30, 2018, totalling $682 and was mainly related to tax credits for $564. As at November 30, 2017, the cash items with negative impact as on cash flows totalling $5,517 and were only related to changes in working capital items.

Cash flows used in ***investing activities*** were $172,092 and $15,649 respectively, for the periods ended November 30, 2018 and 2017. Those cash flows reflect only the additions to exploration and evaluation assets.

Cash flows used in ***financing activities*** were $7,296 for the period ended November 30, 2017 and represent the exercise of warrants for $36,000 less share issue cost for $43,296.

FINANCIAL CONDITIONS AND LIQUIDITY

The Company is an exploration company. Its capacity to assume the continuity of its operations depends on its ability to obtain new funds. Although the Company has been successful in doing so in the past, there is no guarantee that it will succeed in the future.

The Company’s financing comes mostly from share issuances. The success of these issuances depends on the venture capital markets, the investors' interest for exploration companies, and the price of metals. In order to continue its exploration activities and to support its current activities, the Company has to maintain its exposure within the financial community to realize new financings.

During the period ended November 30, 2018 and 2017, no financing was conducted.

As at November 30, 2018, the Company had cash and cash equivalents in the amount of $568,393 compared to $907,945 as at August 31, 2017. The Company has no obligation toward flow-through expenditures for those periods.

Working capital was $384,882 as at November 30, 2018 compared to $696,736 as at August 31, 2018. From the management's point of view, the following elements of the working capital may directly impact the Company's needs for short term financing to pursue its activities: the cashing of the tax credit is unpredictable in time and the investments are composed of marketable securities of exploration companies, the market prices of which are highly fluctuating.

RISKS AND UNCERTAINTIES

The Company, like all other mining exploration companies, is exposed to a variety of financial and environmental risks as well as risks related to the very nature of its activities. It is also subject to risks related to other factors, such as the price of metals and market conditions in general.

Permits and Licenses
The Company's operations may require permits and licenses from different governmental authorities. There cannot be any assurance that the Company will obtain all the required permits and licenses in order to continue the exploration, development, and mining operations on its properties.

Metal Prices
Even if the exploration programs of the Company are successful, some factors out of the Company's control may affect the marketing of the minerals found. Historically, metal prices have largely fluctuated and are affected by many factors which are out of the Company's control, including international, economic and political trends, inflation expectations, exchange rate fluctuations, interest rates, global and regional consumption models, speculative activities and worldwide production levels. The effects of these factors cannot be precisely predicted.

Financing
The Company has incurred losses to date and does not currently have the financial resources required to finance its planned exploration. Exploration of the Company's properties therefore depends on its ability to obtain the additional financing required.

There can be no assurance that the Company will succeed in obtaining the required funding. Failure to do so may lead to substantial dilution of its interest (existing or proposed) in its properties.

Key Personnel
The management of the Company rests on some key managers and mostly on its President / CEO. The loss of this officer could have a negative impact on the development and the success of its operations. The Company's success is linked to its capacity to attract and keep qualified personnel. Competitiveness in the mining industry is high and the success of the Company depends mostly on the senior managers and the qualified geological personnel.

OFF-BALANCE SHEET ARRANGEMENTS

As at November 30, 2018, the Company had not concluded any off-balance sheet arrangements.

DISCLOSURE OF OUTSTANDING SHARE DATA

As at January 29, 2019, the share data are:

Common shares issued and outstanding	81,188,670
Stock options (weighted average exercise price of $0.33)	4,662,500
Warrants (weighted average price of $0.15)	39,497,400
Total fully diluted	125,348,570

BASIS OF PREPARATION AND GOING CONCERN

These interim consolidated financial statements of the Company were prepared in accordance with IFRS, as issued by the International Accounting Standards Board (IASB) under International Accounting Standard (IAS) 34 - Interim Financial Reporting. These interim consolidated financial statements were prepared using the same basis of presentation, accounting policies and methods of computations outlined in Note 5, SIGNIFICANT ACCOUNTING POLICIES as described in our financial statements for the year ended August 31, 2017. The interim consolidated financial statements do not include all of the notes required in annual financial statements.

These consolidated financial statements were prepared on a going concern basis, using the historical cost, except for the financial assets and the financial liabilities accounted for at fair value through profit and loss.

The Company's ability to continue as a going concern depends on its ability to realize its assets and additional financing. While it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future. The Company has not yet determined whether its properties contain ore reserves that are economically recoverable. The application of IFRS on a going concern basis may be inappropriate, since there is a doubt as to the appropriateness of the going concern assumption.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported amounts of revenues and expenses and the classification of statement of financial position items if the going concern assumption was deemed inappropriate, and these adjustments could be material. Management did not take these adjustments into account as it believes in the validity of the going concern assumption.

The preparation of consolidated financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment when applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

CAPITAL DISCLOSURES

The Company's objectives in managing capital are to ensure sufficient liquidity to pursue its organic growth strategy and undertake selective acquisitions. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares and acquire or sell mining properties to improve its financial performance and flexibility.

The Company's capital is composed of shareholders' equity. The Company's primary uses of capital are to finance exploration expenditures and property acquisitions. To effectively manage the Company's capital requirements, the Company has in place a budgeting process to help determine the funds required to ensure the Company has appropriate liquidity to meet its operating and growth objectives.

The Company is not subject, in regards of external rules, to any requirements regarding its capital, except if the Company completes a flow-through financing of which the cash must be reserved for exploration. As at November 30, 2018 and August 31, 2018, the Company had no flow-through obligation regarding cash.

As at November 30, 2018 the shareholder’s equity was $13,009,552 compared to $13,196,135 as at August 31, 2018.

OUTLOOK

In the coming months, the Company will continue to focus its efforts on furthering its main lithium assets, mainly the Sirmac property but also several other lithium projects acquired during the previous fiscal year. Additional drilling and metallurgical tests are required to advance the Sirmac project towards a resource assessment, whereas initial exploration of several lithium projects is planned elsewhere. Additional financing is likely required for these purposes in the current fiscal year.

MANAGEMENT’S RESPONSIBILITY FOR FINANCIAL INFORMATION

Company’s financial statements and other financial information contained in this quarterly Management’s Discussion and Analysis report are the responsibility of Company’s management and have been approved by the board of directors.

Val-d’Or, January 29, 2019

(Signed) Yves Rougerie, President and Chief Executive Officer

(Signed) Nancy Lacoursière, Chief Financial Officer

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