

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Blackhawk Resource Corp. (“**Blackhawk**” or the “**Corporation**”)
650-816 7th Ave SW
Calgary, AB T2P 1A1

2. Date of Material Change

April 9, 2012

3. News Release

A press release was disseminated on April 5, 2012 via Marketwire.

4. Summary of Material Change

Blackhawk completed a consolidation of its common shares on the basis of one (1) new post-consolidation common share for every three (3) pre-consolidated common shares.

5.1 Full Description of Material Change

Blackhawk completed a consolidation of its common shares on the basis of one (1) new post-consolidation common share for every three (3) pre-consolidated common shares. Blackhawk’s common shares began trading on a post-consolidation basis on the TSX Venture Exchange on April 9, 2012.

The 66,539,144 common shares of the Corporation outstanding will be reduced to approximately 22,179,715 common shares, as approved by shareholders at the Corporation’s annual and special meeting held on March 9, 2012. No fractional shares will be issued. Any fractions of a share will be rounded to the nearest whole number of common shares. The Corporation’s name and trading symbol will remain unchanged.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

6. Reliance on Section 7.1(2) of National Instrument 51-102

Not Applicable.

7. Omitted Information

Not Applicable.

8. **Executive Officer**

The name of the executive officer of Blackhawk who is knowledgeable about the material change and this report is:

Dave Antony
Chief Executive Officer
(403) 531-1710
dantony@blackhawkresources.ca

9. **Date of Report**

April 11, 2012