

BLACKHAWK RESOURCE CORP.

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON MAY 15, 2019**

NOTICE IS HEREBY GIVEN THAT AN SPECIAL MEETING (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of Blackhawk Resource Corp. (the “**Corporation**”) will be held at 1000, 250 - 2nd Street S.W., Livingston Place, Calgary, Alberta, at 1:00 p.m., on Wednesday, May 15, 2019 for the following purposes:

1. to approve the reduction of the stated capital of the common shares of the Corporation;
2. to approve a further reduction in the stated capital of the common shares of the Corporation by an amount equal to up to \$4,795,500, for the purpose of effecting a special distribution to shareholders as a return of capital, either in cash, or property; and
3. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

DATED this 15th day of April, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

“David Antony”

David Antony

Chief Executive Officer and Director

IMPORTANT

It is desirable that as many shares as possible be represented at the Meeting. If you do not expect to attend and would like your Common Shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. A proxy will not be valid unless it is deposited with our transfer agent Computershare Trust Company of Canada, (i) by mail using the enclosed return envelope or (ii) by hand delivery to 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1. Alternatively, you may vote by telephone at 1-866-732-VOTE (8683) (toll free within North America) or 1-312-588-4290 (outside North America) or by internet using the 15 digit control number located at the bottom of your proxy at www.investorvote.com. All instructions are listed in the enclosed form of proxy.