

FORM 51-102F3

Material Change Report

Item 1. Name and Address of Company

Blackhawk Resource Corp. (the “Company”)
Suite 650, 816 – 7th Avenue S.W.
Calgary, Alberta T2P 1A1

Item 2. Date of Material Change

News Release dated December 18, 2019

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on December 18, 2019 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk raises \$1 Million in private placement.

Item 5. Full Description of Material Change

Vancouver, British Columbia – December 18, 2019 - Blackhawk Resource Corp. (the “**Company**”) (CSE: BLR), is pleased to announce that it has completed a non-brokered private placement of 50,000,000 units (each, a “**Unit**”), at a price of \$0.02 per Unit, for gross proceeds of \$1,000,000. Each “**Unit**” consists of one common share of the Company, and one common share purchase warrant entitling the holder to acquire an additional common share at a price of \$0.05 for a period of sixty months.

The Company intends to utilize the proceeds of the placement to retire existing trade payables, evaluate potential investment opportunities, complete existing transactions, and for general working capital purposes.

No finders’ fees or commissions were paid in connection with completion of the placement. All securities issued in connection with the placement are subject to a four-month-and-one-day statutory hold period in accordance with applicable securities laws.

For further information please contact:

Fred Pels, Chief Executive Officer
403-991-7737

.Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7. Omitted Information

Not applicable

Item 8. Executive Officer

The following senior officer of the Company is knowledgeable about the material change disclosed in this report.

Frederick Pels
Chief Executive Officer
Telephone: 403-991-7737.

Item 9. Date of Report

December 18, 2019