

## FORM 51-102F3

### Material Change Report

**Item 1. Name and Address of Company**

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

**Item 2. Date of Material Change**

News Release dated April 16, 2020

**Item 3. News Release**

The Company disseminated a news release concerning the material change described herein on April 16, 2020 and subsequently filed a copy on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4. Summary of Material Change**

Blackhawk to launch telemedicine platform “Talk to Doc”

**Item 5. Full Description of Material Change**

Vancouver, British Columbia – April 16, 2020 - Blackhawk Growth Corp. (CSE: BLR) (the “**Corporation**” or “**Blackhawk**”) further continuing on the direction of increased exposure to the healthcare sector and to further address Canada’s surge in digital healthcare requirements, is pleased to announce that it is launching a telemedicine platform called “*Talk to doc*” – [www.talktodoc.ca](http://www.talktodoc.ca) - an online clinic that connects doctors to their existing patients and allows new patients near instant access to a doctor from the comfort of their home. The launch of the platform is part of the Corporation’s ongoing efforts to expand its investment portfolio into the health care sector.

Telemedicine in Canada has become the go-to method of consultation for doctors since the Covid-19 pandemic with strong support from Provincial Governments to adopt and implement this new technology to serve the growing demand. The launch of the platform provides Blackhawk’s shareholders an opportunity to be involved in the under-developed telemedicine infrastructure in Canada.

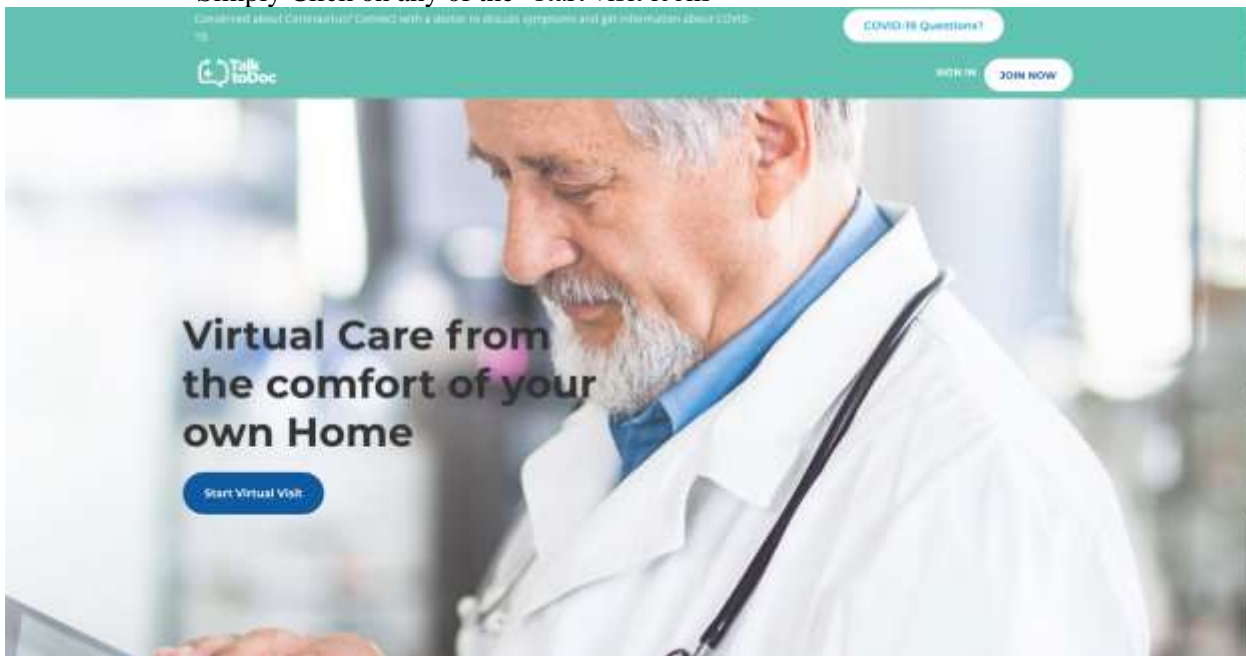
The platform was jointly built in tandem with Heally, Inc., a San Francisco based telemedicine company. Using a revenue split model, both Heally and Blackhawk intend to rapidly develop the platform in Canada. Details of the revenue split are currently being contemplated between both companies and once an agreement has been reached, the Corporation will provide further details.

“We are thrilled to launch this platform in Canada”, says Frederick Pels, CEO Blackhawk. “The telemedicine space is very underserved in Canada. With [www.talktodoc.ca](http://www.talktodoc.ca), we are hope to supply the infrastructure that physicians need to supply their patients with the

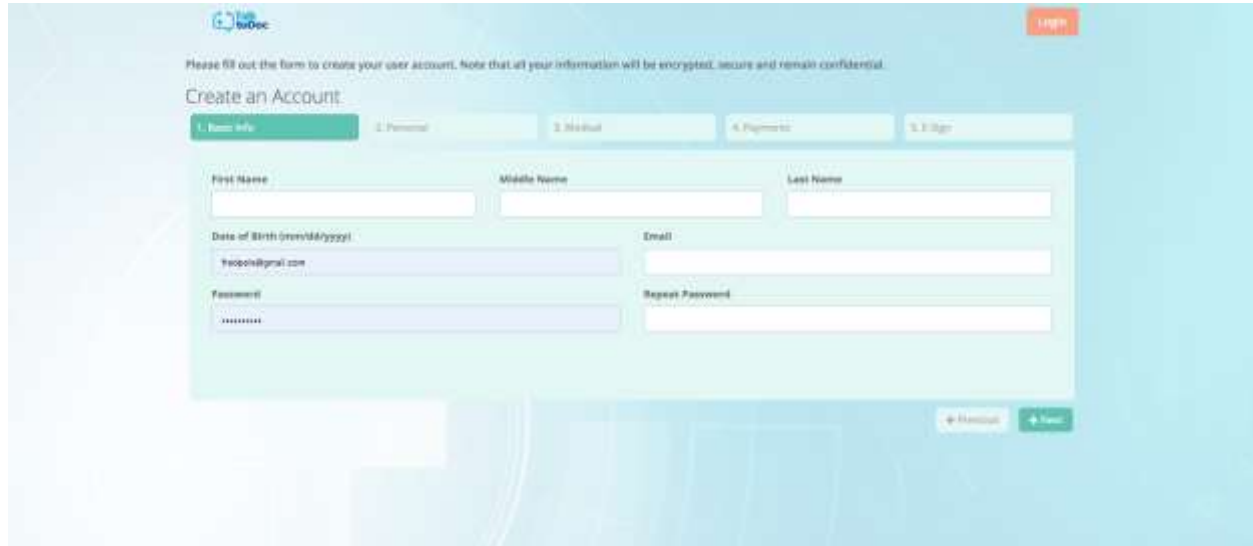
service that they want. As the Canadian Medical Association (CMA) has recently submitted recommendations for scaling up the use of telemedicine, we have created a scalable, easy-to-use online process with full support for both doctors and patients at a time when it's needed most. Our goal is to create a reduction in hospital visits for patients and improve quality, sustainability and access to healthcare system resources. With [Talk to Doc](#), the process is smooth and streamlined - simply register on the [www.talktodoc.ca](http://www.talktodoc.ca) website and you can be connected via video chat with a participating physician who can assess your condition, refill your prescription or make a referral for an in person visit with a specialist all from the comfort of your home. Currently, the platform is HIPAA-compliant and will continue to strive for the highest levels of security as we scale up to accommodate the anticipated demand due to Covid-19. Once we have completed our doctor onboarding and have tested it with their existing patients, we will be ready to market the site to new patients. We're bringing a real solution and we can't wait for **Talk to Doc** to position itself as a leading telemedicine solution for all Canadians. We look forward to updating our shareholders with the Company's progress over the coming months."

### The Experience

Simply Click on any of the "start visit icons"



Fill in some basic info



**And then Talk To Doc!!**

**About Talk to Doc ([www.talktodoc.ca](http://www.talktodoc.ca))**

*Talk to Doc ([www.talktodoc.ca](http://www.talktodoc.ca))* is an online telemedicine clinic and wellness brand that helps patients connect with doctors through an easy to use platform. [www.talktodoc.ca](http://www.talktodoc.ca) will look to work directly with medical clinics and their doctors, in a range of specialties, with the ability to serve thousands of patients across Canada, providing a true stay at home solution for medical treatment nationwide.

For further information please contact:

**Frederick Pels, Chief Executive Officer**

**(403)-991-7737**

**[fred@greenroommed.ca](mailto:fred@greenroommed.ca)**

**.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**

April 16, 2020