

FORM 51-102F3

Material Change Report

Item 1. Name and Address of Company

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

Item 2. Date of Material Change

News Release dated May 13, 2020

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on May 13, 2020 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk's investee NuWave Foods signs technology evaluation and license option agreement with Enwave Corporate.

Item 5. Full Description of Material Change

Vancouver, British Columbia – May 13, 2020 - Blackhawk Growth Corp. (CSE: BLR; Frankfurt:0JJ; US-OTC: BLRZF) (the "**Corporation**" or "**Blackhawk**"), is pleased to provide a corporate update on its latest investment NuWave Foods Inc. ("Nu Wave"). NuWave recently signed a "Technology Evaluation and License Option Agreement" ("TELOA") with EnWave Corporation ("EnWave") (TSX.V:ENW). During the term of the TELOA, NuWave will have full access to EnWave's patented drying technology and access to their food engineers for product development and technology evaluation purposes. In addition, NuWave has the option to license EnWave's Radiant Energy Vacuum ("REVTM") technology for donuts and fritters in North America. REVTM equipment is expected to arrive at NuWave's Edmonton facility in the coming weeks.

"This is a huge leap forward" said Frederick Pels CEO of Blackhawk. "Access to EnWave's proven equipment for the dehydration of baked goods will allow NuWave to rapidly expand its product line through collaborative product development. We couldn't be more excited to be working with the amazing team at EnWave, and the timing of this agreement could not be more important. Amid the growing threat of COVID-19, people all over North America have been scrambling to stock their pantries with limited options available. NuWave is positioned to bring high quality, shelf stable baked goods to the marketplace at a time when it's needed the most. With EnWave's technology and NuWave's quality products and methods, we are able to keep food preservative free and get it to the market quickly. We look forward to growing with NuWave as they create products designed for the world's rapidly changing needs. "

About NuWave Foods Inc

NuWave Foods is a fully licenced commercial kitchen and baked goods manufacturer located in Edmonton, Alberta. Nu Wave has a process to create a shelf stable baked product, without the use of any preservatives. This can be applied to virtually any baked good. Given the current world climate, demand for products with shelf stability has skyrocketed. Using Nu Wave's considerable contacts in the food industry across North America, Nu Wave is positioned to quickly be a leader in this rapidly growing space.

For further information please contact:

Frederick Pels, Chief Executive Officer
(403)-991-7737
fred@blackhawkgrowth.com

.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

May 13, 2020