

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 20, 2020

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on May 20, 2020 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk engages SPharm and initiates process to obtain medical device establishment license in Canada.

Item 5. Full Description of Material Change

Vancouver, British Columbia – May 20, 2020 - Blackhawk Growth Corp. (CSE: BLR; Frankfurt:0JJ; US-OTC: BLRZF) (the “**Corporation**” or “**Blackhawk**”), is pleased to announce that it has signed an agreement with Val-d’Or, Quebec based healthcare consulting company SPharm Inc., pursuant to which SPharm will assist Blackhawk in completing an application for a Medical Device Establishment Licence (MDEL). Blackhawk is pursuing the MDEL as a step towards the distribution and sale in Canada of the 2019-nCoV Ab test kit (the “**Test Kit**”) developed by Innovita (Tangshan) Biological Technology Co., Ltd.

A MDEL is issued for the purposes of importing or distributing (selling) medical devices for human use in Canada. An MDEL is issued by Health Canada’s Regulatory Operations and Enforcement Branch (ROEB), based on an attestation that the establishment meets all of Health Canada’s MDEL regulatory requirements. During an inspection by Health Canada, MDEL holders must demonstrate to Health Canada that they meet the regulatory requirements they attested to having in place related to the medical devices that they intend to import or distribute (sell) in Canada.

The application for the MDEL is a critical step in allowing Blackhawk to import and distribute the Test Kit in Canada. Blackhawk holds the rights to distribute the Test Kit in Canada, and certain other jurisdictions, pursuant to an agreement with Emergence Technology Pty. Ltd. (“**Emergence**”). At this time, distribution of the Test Kit has not

been approved in Canada, and clearance must be received from Health Canada before any sale or distribution of the Test Kits takes place in Canada.

“With antibody testing coming to the forefront in Canada, I am thrilled to see Blackhawk pursue an MDEL,” said Frederick Pels, CEO of Blackhawk. “As we further establish ourselves as leaders in this space, this license will not only benefit us in regards to these Test Kits but may also be called upon for many of our other initiatives. I look forward to keeping shareholders updated with our progress and hope to see Innovita’s test kits approved in Canada very soon.”

“Entrusting Blackhawk with distribution rights for Canada will ensure tests are delivered into the right hands as efficiently as possible once clearance from Health Canada is received. We are pleased to continue to foster our relationship with Blackhawk and support their efforts to bring efficient and cost-effective COVID-19 testing to Canada,” said James Saunders, CEO of Emergence.

About SPharm Inc.

SPharm is a Canadian consulting firm specializing in health product (drug, medical devices) regulatory affairs, approval and development services. Their team of experts assists pharmaceutical, biotechnology, natural health products and medical device companies from around the world throughout the various phases of their product development, regulatory approval and up to successful and timely market access. For more information on SPharm, please visit their website here: <https://spharm-inc.com/>

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 20, 2020