

**BLACKHAWK GROWTH CORP.**  
**(formerly BLACKHAWK RESOURCE CORP.).**  
**NOTICE OF CHANGE OF AUDITOR**

**TO: MNP LLP, Chartered Professional Accountants**

**SHIM & Associates LLP, Chartered Professional Accountants**

**AND TO: British Columbia Securities Commissions**  
**Alberta Securities Commissions**  
**Ontario Securities Commissions**

**TAKE NOTICE THAT:**

(a) MNP LLP, Chartered Professional Accountants, the former auditors (the “Former Auditors”) of BLACKHAWK GROWTH CORP. (the "Corporation") have been requested to tender their resignation as the auditors of the Corporation effective July 31, 2020 and the directors of the Corporation on July 31, 2020 appointed SHIM & Associates LLP, Chartered Professional Accountants (the “Successor”), as the Corporation’s successor auditors;

(b) the Former Auditors were requested to resign by the Corporation;

(c) the resignation of the Former Auditors and the appointment of the Successor has been approved by the audit committee and confirmed by the board of directors of the Corporation;

(d) there have been no reservations contained in the Former Auditor's reports on any of the previous financial statements of the Corporation; and

(e) there are no reportable events (as defined in National Instrument 51-102).

**DATED** at Vancouver, British Columbia, Canada this 13st day of August, 2020.

**BY ORDER OF THE BOARD**

*“Frederick Pels”*

---

Frederick Pels, Director & CEO