

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 October 1, 2020

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on October 1, 2020 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk provides corporate update.

Item 5. Full Description of Material Change

Vancouver, British Columbia – October 1, 2020 - Blackhawk Growth Corp. (CSE: BLR) (the “**Corporation**” or “**Blackhawk**”), is pleased to provide the following corporate updates on the status of the COVID-19 Testing Kits, NuWave Foods and Sac Pharma.

The preparation of the Health Canada application has commenced. The manufacturer is submitting both the ExProbe SARS-CoV-2 Testing Kit and a SARS-CoV-2 IgG/IgM Rapid Test Kit applications for medical devices under the Interim Order (IO) issued by Health Canada for use in relation to COVID-19. Following submission of the application, Health Canada timelines will vary on a case by case basis for an IO application review depending on the extent of information requests received. Blackhawk makes no representations and cannot provide any guarantees on Health Canada review timelines, or that approval will ultimately be granted.

Sales and distribution of the test kits have continued outside of Canada in the meantime, with a first nations group in California recently purchasing a significant sample size of the SARS-CoV-2 IgG/IgM Rapid Test Kit. The intent is to provide them with the ability to establish a PCR testing facility once they are ready. Blackhawk sales teams have continued negotiations with other groups and looks forward to sharing the results of those conversations in the near future.

The NuWave team is preparing for the launch of its “Forever Brands” products and completing negotiations on new equipment and its exclusivity on products. Samples are

being produced this week as well as packaging and logos. We will be updating the market and our website as media becomes available.

Our newest investment, Sac Pharma, continues to grow. Sales across cannabis retailers in California have been strong in the wake of the COVID-19 pandemic. With increases of about 30% across the board, demand has remained strong despite the mass shuttering of traditional retail shopping. Typically, wholesale cannabis prices dip in the fall, due to large scale annual harvests from greenhouse and outdoor producers. The California wildfires, however, have affected a substantial number of large-scale production areas, delaying, or in many cases eliminating products that would otherwise be coming to market. Steadily increasing demand with reduced supply has left those whose production remains unaffected in a strong position to deliver these highly coveted products to market.

Sac Pharma is a tenured operator with well-established channels of distribution. As such, it will be able to continue delivery of its core products to customers amidst the pandemic. Sac Pharma has implemented safeguards to its operational procedures to ensure the continued safety of its product and employees.

Sac Pharma completed planned infrastructure upgrades to the CO2 delivery system in its facility in Q2 and Q3 of 2020, paving the way for strong revenues amidst the pandemic. The company currently has several large harvests in process, with several more on schedule to close out the year. In addition to realizing the production benefit from its new and improved facility, the current market conditions have resulted in Sac Pharma pre-selling the entirety of its 2020 production.

“We are thankful the Sac Pharma team has remained safe during the pandemic” said Corey Travis, Founder of Sac Pharma. “Our hearts go out to those who have been affected by the California wildfires during this difficult time. We are encouraged by strong interest in our product lines and look forward to safely continuing to keep pace with demand during these unprecedented times.”

“We are working tirelessly on all our initiatives” said Frederick Pels, CEO of Blackhawk. “The IO application is very detailed and we are excited for its submission. In the interim, we will be presenting our Test Kit suite for contingent sales in Canada and continuing our efforts in other markets relentlessly. As Sac Pharma and NuWave continue to grow, I hope to bring substantially value to our shareholders and I look forward to updating our investors as soon as possible.”

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

October 1, 2020