

FORM 51-102F3

Material Change Report

Item 1. Name and Address of Company

Blackhawk Growth Corp. (the “Company”)
Suite 2200, 885 West Georgia Street
Vancouver, B.C., V6C 3E8

Item 2. Date of Material Change

News Release dated October 12, 2021.

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on October 12, 2021 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk Growth’s Sac Pharma continues to expand product line and services.

Item 5. Full Description of Material Change

Vancouver, British Columbia – October 12, 2021 – Blackhawk Growth Corp. (CSE:BLR; Frankfurt:0JJ) (the “**Company**” or “**Blackhawk**”), is excited to provide an update on the expansion of products and operations for Sac Pharma Partners USA (“**SAC Pharma**”), its wholly owned subsidiary. In an effort to further broaden its product line, Sac Pharma has secured four new exclusive cultivars on exclusive buy-back agreements from sought after geneticists. Sac Pharma will be able to charge a market premium on these strains for those who wish to bring branded products to market, but do not have the reach, infrastructure, and established distribution Sac Pharma has developed.

Sac Pharma continues to develop its proprietary intellectual property, and will be bringing its new signature strain Morado to market this month, with the initial production run of Morado being completely pre-sold. Sac Pharma also expects to be in a position to release their next line of proprietary strains, code name A-11, to market this quarter. Development and initial testing for A-11 has been extremely promising. The Company plans to continue to develop its research and development process, and is already engaged in long term planning for new strains to be released in the future. Continued development and distribution of proprietary strains will increase the market share that Sac Pharma products currently holds.

Sac Pharma is also expanding its management services to include canopy management and compliance to other producers and has come to terms on a compliance engagement for a large-scale Sacramento facility. These arrangements assist Sac Pharma in growing its

revenue base within its footprint, as well as providing a means to pursue revenue opportunities outside its primary facility.

“The strengthening of Sac Pharma’s business model continues” said Frederick Pels, CEO of Blackhawk Growth Corp. “The addition of canopy management with an evolving catalogue of proprietary genetics will ensure continued growth, allowing Sac Pharma to further serve its client base with in demand products.”

Debt Settlement

The Company also announces that it has entered into a debt settlement agreement with an arm’s-length creditor to settle indebtedness totaling \$52,500 incurred in connection with services provided to the Company. In final settlement and satisfaction of the debt, the Company has issued 87,500 common shares at a deemed issue price of \$0.60 per share.

All shares issued in connection with the debt settlement are subject to a statutory hold period of four months plus a day from the date of issuance in accordance with applicable securities legislation.

For more information on Blackhawk, please visit our website at:

<https://www.blackhawkgrowth.com/>

About Blackhawk Growth

Blackhawk is an investment holding looking to create substantial value for its shareholders through the acquisition and development of high growth companies. It has focused its investments in the health, cannabis and cannabidiol industries in both Canada and the United States. Its portfolio of companies includes Sac Pharma, LeichtMind Clinics, Noble Hemp, Spaced Food, NuWave Foods and MindBio Therapeutics. Blackhawk continues to bring its investments to cash flow and is growing at an exceeding pace.

The Company diligently posts updates through videos from the official company YouTube channel <https://www.youtube.com/channel/UCs4f2tt3yAvOGhNLjgNOy-A>

Please join the conversation on our Blackhawk group supporter’s telegram group at <https://t.me/Blackhawkgrowthcorp> and visit us online at <https://www.blackhawkgrowth.com>.

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 12, 2021