

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 29, 2021.

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on October 29, 2021 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk Growth files fiscal year ended June 30, 2021 financial reports.

Item 5. Full Description of Material Change

Vancouver, British Columbia – October 29, 2021 – Blackhawk Growth Corp. (CSE:BLR; Frankfurt:OJJ) (the “**Company**” or “**Blackhawk**”), is pleased to announce that the financial statements and MD&A for its fiscal year ended June 30, 2021 have been filed on Sedar.

Highlights for the fiscal year ended June 30, 2021:

- Blackhawk portfolio companies have recorded annual gross revenue of over \$3,900,000
- Portfolio Company Annual Operations Results:
 - Noble Hemp reports record \$1,700,000 of gross revenue
 - Sac Pharma reports record \$2,100,000 of gross revenue
- Spaced Food begins production of cannabis infused products for retail distribution
- LeichtMind Clinic opens in Edmonton
- As at June 30, 2021, Blackhawk held \$6,318,835 in current investments.

Blackhawk Growth Corp. (“Blackhawk” or the “Company”) continues to review both equity and debt investment opportunities. The Company has focused its investments in the health, cannabis and CBD industries, in both Canada and the US.

As at June 30, 2021 the Company's equity investments consist of the following:

Company	Cost	Fair Value
SAC Pharma Partners Inc.	\$ 1,890,000	\$ 1,890,000
Noble Line Inc.	951,195	901,145
Trip Pharma	923,344	923,344
NuWave Foods Inc.	783,892	783,892
Gaia Grow Corp.	1,050,000	1,500,000
Engine Media (UMG)	41,043	56,377
Fantasy Aces Daily Fantasy Sports Corp.	455,268	9,470
Spaced Food Inc.	254,607	254,607
Total Equity Investments	\$6,349,349	\$ 6,318,835

Short-term loans consist of the following:

	June 30, 2021	June 30, 2020
Short term loans	259,609	349,609
Total loan investments	\$ 259,609	\$ 349,609

About Blackhawk Growth

Blackhawk is an investment holding company 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>.

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 29, 2021