

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 February 1, 2022.

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on February 1, 2022 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk CEO Frederick Pels and MindBio Therapeutics co-founder Justin Hanka will lead investor presentation and Q&A session Wednesday, February 2nd, 2022 at 3PM Pacific Standard time.

Item 5. Full Description of Material Change

Vancouver, British Columbia – February 1, 2022 – Blackhawk Growth Corp. (CSE:BLR; Frankfurt:0JJ) (the “**Corporation**” or “**Blackhawk**”) is pleased to announce that its CEO Frederick Pels, along with MindBio Therapeutics co-founder, Justin Hanka, will conduct an investor presentation and question and answer session on **Wednesday, February 2nd at 3pm PST.**

Details of the investor presentation are as follows:

Join Meeting

<https://us02web.zoom.us/j/87883517427>

Meeting ID: 878 8351 7427

The presentation will be recorded and published on the MindBio <https://mindbiotherapeutics.com> and Blackhawk website on conclusion of the presentation.

“This is a great opportunity for investors to meet Justin Hanka, and get a better understanding of MindBio and its value-add for our shareholders” said Frederick Pels, CEO of Blackhawk Growth Corp. “MindBio is shaping up to be one of the leading drug development companies focused on mental health. With a Phase 1 clinical trial near

successful completion plus a fully funded Phase 2 clinical trial, and a further two clinical trials starting in 2022, MindBio is fast becoming a leader in psychedelic medicines.”

Investors are encouraged to e-mail their questions beforehand to Frederick Pels at fred@blackhawkgrowth.com

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 TERP Wholesale, Sac Pharma, LeichtMind Clinics, Noble Hemp, Spaced Food, NuWave Foods, MindBio Therapeutics and Digital Mind Technology, as well as an equity position in Gaia Grow (CSE:GAIA).

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
February 1, 2022