

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 Mar 31, 2022

Item 3. News Release

The Company disseminated a news release concerning the material change described herein on March 31, 2022 and subsequently filed a copy on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

Blackhawk Growth’s Spaced Food adds new flavours and signs partnership agreement with Gaia Grow’s canadian cannabis laboratory TruExtracts for manufacturing of Blackhawk’s Spaced Food products.

Item 5. Full Description of Material Change

Vancouver, British Columbia – March 31, 2022 – Blackhawk Growth Corp. (CSE:BLR; Frankfurt:0JJ) (the “**Company**” or “**Blackhawk**”) is pleased to announce that its wholly-owned subsidiary, Spaced Food has signed a partnership agreement with Gaia Grow’s TruExtracts Laboratories (“TRU”), whereby TRU will be the lead on manufacturing Spaced Food’s edibles products.

Spaced Food and TRU have agreed that TRU will staff and develop Spaced Food products as well as be responsible for marketing and sales of the completed products. In exchange for staffing and product development, TRU will receive 50% of net income earned..

In addition to Spaced Food’s previously submitted strawberry sorbet, TRU has developed and submitted product notifications for an additional three new flavours for Spaced Food - blueberry, cherry and mango and intends to offer a 4-pack option with all 4 flavours.

“The team at TRU have been fantastic partners” said Frederick Pels, CEO of Blackhawk Growth Corp. “From consumers to retailers, we are hearing an eager response to see Spaced Food on shelves and the team at TRU saw an opportunity to advance this product and benefit our partners at Spaced Food. I look forward to updating shareholders once these submissions are approved.”

About Spaced Food

Spaced Food is launching edibles into ORBIT using high tech, space-age science! We've taken our love of cannabis and combined it with a unique product that solves every problem with current cannabis edibles. Spaced Food is shelf-stable, requires no refrigeration and tastes AMAZING!

After 3 years of research and development, Spaced Food has come up with a product with excellent bioavailability that melts in your mouth, with accurate dosing. Made using the same technology used on food before sending it to space for astronauts, we lock in 98% of the nutritional value as well as 100% of the medicinal ingredients. Whether you're 18 or 81, Spaced Food will quickly become your favourite cannabis edible!

About TruExtracts

TruExtracts Laboratories was created for high-capacity extraction and production, to meet global demand. TRU is one of Western Canada's largest cannabis and hemp processors, with a 12,500 square foot state of the art facility in Calgary. The facility is Health Canada licensed and fully operational, with an expansion capability of an additional 16,000 additional square feet. Services include toll processing, THC, CBD extractions and isolates, as well as white label service and cannabis THC and CBD products.

For more Information, please visit their website at <https://truextractslabs.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 Sac Pharma, Terp Wholesale, LeichtMind Clinics, Noble Hemp, Spaced Food, Stable Foods, and MindBio Therapeutics, Digital Mind Therapeutics as well as an equity position in Gaia Grow Corp. (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

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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

March 31, 2022