

## 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 August 9, 2022

**Item 3. News Release**

The Company disseminated a news release concerning the material change described herein on August 9, 2022 and subsequently filed a copy on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4. Summary of Material Change**

Blackhawk Growth sets AGM date and provides corporate update.

**Item 5. Full Description of Material Change**

Vancouver, British Columbia – August 9, 2022 – Blackhawk Growth Corp (the “Company”) (CSE: BLR; Frankfurt: OJJ) is pleased to announce that the Board of Directors have set a date for the Company’s Annual General Meeting (“AGM”). The AGM will be held September 30th, 2022. Further information regarding the matters to be considered at the AGM will be included in a management information circular being prepared by the Company and which will be distributed to shareholders prior to the AGM.

**Operations Update**

**MindBio Therapeutics**

MindBio is making progress with unblinding and collation of data from Phase 1 Microdosing Clinical Trials that were completed in April 2022. A formal presentation of Phase 1 clinical trial results is planned for November in the US via a press conference then a keynote presentation at a major industry event.

The data analysis is extensive and includes a machine learning process to identify trends and connections across thousands of psychometric and biological data sets. A speech recognition algorithm is also being used to analyse the qualitative data from 2 hour post treatment interviews in both the treatment and placebo groups. The information gained from these analytical processes forms the foundation for MindBio’s microdosing predictive treatment model and intellectual property development for the purposes of commercializing a medical treatment using proprietary technology and psychedelic microdosing.

Preparations for Phase 2 clinical trials are progressing well and management is encouraged by the early data seen from phase 1 results that is informative and positive news for continuation trials. A new digital app has been created for use by participants in Phase 2 clinical trials. The digital app is an important part of the treatment protocol and has a user friendly interface to monitor mood, adherence, safety measures and to collect psychometric data and record the experience of patients. Clinical trial participants will also use wearables to collect biometric data during their treatment cycle. The digital app is currently being enhanced with capability to deliver a clinically proven psychological treatment intervention to be used in conjunction with medicinal microdosing. The digital app will feed psychometric and biometric data back to clinicians in real time in future clinical trials.

Management is committed to moving forward with the proposed spin out of MindBio with preparations for the spin out continuing.

### **Terp Wholesale**

Terp continues to show growth. The Company has activated its delivery and is developing new and exciting products that are driving sales. Blackhawk's management team is currently reviewing and confirming their 2021 revenue numbers and will publish them once the review is complete.

### **Sac Pharma Partners Inc.**

Sac Pharma continues to grow top quality dried flower cannabis for the California market. Sac Pharma's genetic library is also growing. It is currently operating at capacity and expansion plans are in development. Management will provide revenue figures when they become available.

### **Noble Hemp**

Blackhawk has suspended operations for this initiative. Profitability as well as lack of staff are the main drivers for this decision. The Company will maintain the intellectual property and branding with the potential to explore relaunch at some point in the future.

### **Leictmind/Trip Pharma**

Dr. Krista Leict has resigned from her position citing personal and professional changes. Management of Blackhawk has suspended all operations of this initiative.

### **Stable Foods**

Stable Foods continues to prepare its products for large scale commercial sales. Formulation, equipment changes and calibration have been in progress to ensure the highest quality product will be manufactured and sold by Stable Foods. In addition, to accommodate the expected demand. Stable foods is currently moving into a new state of the art 32,000 square foot food-grade facility. It will continue to share the space with Specialty D Baking and will utilize its own as well as Specialty D's distribution channels to get products to market.

## **Spaced Food**

Tru Extracts Calgary is in the final stages in preparation for retail sales of Spaced Food. They have redeveloped the product, added sku's and are now preparing the retail displays, media and merchandising. News updates will come in tandem from the Company and Tru Extracts parent company Gaia Grow Corp. (CSE:GAIA).

## **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, Digital Mind Technology 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**

August 9, 2022