

## **BLACKHAWK GROWTH RECEIVES COURT APPROVAL TO HOLD SPECIAL MEETING ON DECEMBER 22<sup>ND</sup> 2022 TO APPROVE MINDBIO THERAPEUTICS SPINOUT**

**Vancouver, British Columbia – December 02, 2022 – Blackhawk Growth Corp. (CSE:BLR; Frankfurt:0JJ) (the “Company” or “Blackhawk”)** is pleased to announce that it has received approval from the Supreme Court of British Columbia to hold a Special Meeting (the “Meeting”) of the common shareholders of Blackhawk (the “Shareholders”) on December 22<sup>nd</sup>, 2022 at 10am Pacific Standard Time (PST) to approve the spinout of MindBio Therapeutics and Digital Mind Therapeutics. The Meeting will be held in person at Suite 303, 750 West Pender Street, Vancouver, British Columbia and virtually via teleconference on Thursday, December 22, 2022 at 10:00 a.m. (Vancouver Time).

At the Meeting, the Shareholders will consider, and if deemed advisable, approve a special resolution (the "Arrangement Resolution") and the statutory plan of arrangement (the "Arrangement") involving Blackhawk, the Shareholders, and 1286409 B.C. Ltd. ("SpinCo"), all as set forth in the plan of arrangement (the "Plan of Arrangement").

The record date for determination of Shareholders entitled to receive the Notice of Meeting, Information Circular, the form of voting proxy, and a voting information form, (together, the "Meeting Materials") was November 17, 2022 (the "Record Date").

The letter of transmittal with respect to the Arrangement will be sent to the Shareholders at a future date, upon the Company setting a record date for when Shareholders are eligible to receive securities pursuant to the Arrangement.

The quorum required at the commencement of the Meeting will be at least two persons present in person or represented by proxy, each being a Shareholder entitled to vote at the Meeting. The required level of approval on the Arrangement Resolution taken at the Meeting will be at least two-thirds of the votes cast on the Arrangement Resolution by Shareholders present in person or represented by proxy at the Meeting and entitled to vote thereat.

### **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, Spaced Food, Stable Foods, 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>.

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***Cautionary Note Regarding Forward-Looking Statement***

*All statements in this press release, other than statements of historical fact, are "forward-looking information" with respect to the Company within the meaning of applicable securities laws, including with respect to the spinout and future operations. The Company provides forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. These risks and uncertainties include but are not limited to those identified and reported in the Company's public filings under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com). Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise unless required by law.*