

Form 51-102F3
Material Change Report

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company
BLACKHAWK GROWTH CORP
Suite 2200, 885 West Georgia Street Vancouver, BC V6C 3E8 CA

Item 2 Date of Material Change
April 16, 2024

Item 3 News Release
April 16, 2024
Filed on Sedar and with Stockwatch and Baystreet news.

Item 4 Summary of Material Change

The Company signs agreement to acquire Hardenbrook Group Pty Ltd.

. Item 5 Full Description of Material Change

A correction to the announcement made on April 15, 2024 with regards to the transaction with Hardenbrook Group. (“Hardenbrook”). Hardenbrook has signed a binding term sheet to acquire the units in two funds from a group of 23 investors. Blackhawk Non-Executive Director, Anthony Habberfield is an investor in the two funds holding 9.3% of the total Units.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102
N/A

Item 7 Omitted Information
No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer
Justin Hanka,
Chief Executive Officer
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justin@hardenbrook.group

Item 9 Date of Report
April 16, 2024