

**FORM 51-102F3**  
**Material Change Report**

**1. Name and Address of Company:**

Blockchain Holdings Ltd.  
("Blockchain Holdings" or the "Company")  
Sea Meadow House  
P.O. Box 116  
Road Town, Tortola  
VG 1110 British Virgin Islands

**2. Date of Material Change:**

March 2, 2020

**3. News Release:**

The news release with respect to the material change was disseminated through Accesswire Canada Ltd. on March 2, 2020.

**4. Summary of Material Change:**

The Company has closed a non-brokered private placement of 1,097,213 shares (the "Shares") of the Company at a price of \$0.30 per Share for gross proceeds of \$329,164. The Company will pay finder's fees totaling CAD\$2,100 in cash.

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

**5.1 Full Description of Material Change**

The material change described in item 4 is fully described in the Company's press release of March 2, 2020 attached hereto and as filed on SEDAR.

**5.2 Disclosure of Restructuring Transactions**

Not applicable.

**6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not Applicable

**7. Omitted Information:**

Not Applicable

**8. Executive Officer:**

Betty Anne Loy, Corporate Secretary  
1111 Melville Street, Suite 1100  
Vancouver, British Columbia V6E 3V6  
Telephone: 604-283-2339 xt 702

**9. Date of Report:**

March 2, 2020



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**PRESS RELEASE**

**March 2, 2020**

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## **Blockchain Holdings Announces Closing of Private Placement**

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**Tortola, British Virgin Islands – Blockchain Holdings Ltd. (the “Company”) (CSE: BCX)** is pleased to announce that further to its news release dated January 17, 2020, it has closed a non-brokered private placement of 1,097,213 shares (the “Shares”) of the Company at a price of \$0.30 per Share for gross proceeds of \$329,164.

In connection with the Financing, the Company will pay finder's fees totaling CAD\$2,100 in cash. The securities issued pursuant to the private placement are subject to the statutory four-months and one day hold period as prescribed by regulatory authorities. The proceeds of the Offering are planned to be used for working capital and other corporate objectives.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

### **About Blockchain Holdings Ltd.**

Blockchain Holdings is developing a suite of services that provide investors and fund managers with unique insights into the growing ecosystem of crypto-assets as well as actively seeking other opportunities in the technology sector. Through our proprietary portal BCXdata.com, it captures and aggregates data from different blockchains which gives users an institutional-grade analysis package that forms the basis for an extended suite of product offerings in the future.

### **For further information, please contact:**

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This press release was prepared by management of Blockchain Holdings Ltd., which takes full responsibility for its contents. The Canadian Securities Exchange has in no way passed upon the merits of the proposed transaction and has neither approved or disapproved the contents of this press release.

Statements in this news release may contain forward-looking statements that are based on the Company's expectations, estimates and projections regarding its business and the economic environment in which it operates, including with respect to the completion of the Offering, the timing thereof and the expected use of proceeds from the Offering. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Therefore, outcomes and results may differ materially from those expressed in these forward-looking statements and readers should not place undue reliance on such statements. These forward-looking statements speak only as of the date on which they are made, and the Company undertakes no obligation to update them publicly to reflect new information or the occurrence of future events or circumstances unless otherwise required to do so by law.