



## Form 51-102F3 | Material Change Report

### Item 1 – Name and Address of Company

Bluesky Digital Assets Corp. (the "Corporation")  
First Canadian Place | 100 King Street West, Suite 5700  
Toronto, Ontario | M5X 1C9

### Item 2 – Date of Material Change

January 4th, 2021

### Item 3 – News Release

A news release for Bluesky Digital Assets Corp., January 4th, 2021, was disseminated through Newsfile Corp. A copy of the full News Release is attached to this report as "Schedule 'A'".

### Item 4 – Summary of Material Change

Bluesky Digital Assets Corp., (CSE: BTC), (CSE: BTC.PR.A), (OTC Pink: BTCWF), announced that two Directors of the Corporation had exercised a combined 945,833 Stock Options which were held by the two Directors. In total \$141,875 CDN in proceeds was raised via the exercise of the 945,833 Stock Options. The Corporation also granted additional Stock Options to consultants and advisors to the Corporation totaling 600,000 and at a strike price of \$0.60 CDN per Stock Option. The Stock Options vest immediately and expire on Jan 4<sup>th</sup>, 2024.

The issuance of 945,833 of the Corporation's Common Shares, due to the exercise of the 945,833 Stock Options, as described above, is a material event as defined by NP 51-201 as the aforementioned issuance will increase the total number of the Corporation's issued Common Shares from 27,844,731 (As At Jan 3<sup>rd</sup>, 2021) to 28,790,564 (As At Jan 4<sup>th</sup>, 2021).

### Item 5 – Full Description of Material Change

#### 5.1 Full Description of Material Change

For a full description of the material change, see Schedule "A"

#### 5.2 Disclosure for Restructuring Transactions

Not Applicable.

### 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

Frank Kordy, Secretary & Director | T: (647) 466-4037 | E: frank.kordy@blueskydigitalassets.com

### Item 9 – Date of Report

January 4th, 2021

## **Schedule "A"**



## News Release

### Bluesky Digital Assets Corp. Provides Q4 2020 Gross Revenue Update & Announces Exercise of Stock Options

#### FOR IMMEDIATE RELEASE

**Toronto, Ontario, January 4<sup>th</sup>, 2021** – Bluesky Digital Assets Corp., (CSE: BTC), (CSE: BTC.PR.A), (OTC Pink: BTCWF), (“Bluesky” or the “Corporation”) announced today that Gross Revenue in Q4 of 2020 from the Corporation’s active mining operations hit an all-time high, topping and surpassing the Corporation’s solid results from Q3 of 2020. The Corporation mined and sold an average of \$72,853 CDN per month in Bitcoin in Q4 of 2020. The Q4 2020 Gross Revenue total represented an additional 10.25% increase from the Q3 2020 Gross Revenue total. Furthermore, Q4 2020’s Gross Revenue total from the Corporation’s active digital assets mining operations also represented an increase of 488% over the Q4 2019 Gross Revenue total. The Corporation has successfully increased its total incoming Gross Revenues from its active digital assets mining operations in four consecutive quarters and in 6 out of the last 7 fiscal quarters. The Corporation will release and include a full summary of its Q4 2020 performance when the Corporation files its 2020 Audited Financial Statements which will occur on or before April 30, 2021.

The Corporation also announced today that two Directors of the Corporation had exercised a combined 945,833 Stock Options which were held by the two Directors. In total \$141,875 CDN in proceeds was raised via the exercise of the 945,833 Stock Options. All proceeds from the Stock Option exercise will be used for general working capital purposes and for the purchasing of additional Digital Assets Mining equipment.

Mr. Ben Gelfand Stated: “The continued increase of revenue, which we witnessed in Q4, occurred despite the fact that the block reward for Bitcoin continues to get increasingly more complex and increasingly takes longer to solve, and despite the fact that the blockchain networks continue to slow due to the increased traffic the networks are experiencing due to the rapid appreciation in the price of Bitcoin. We are extremely optimistic going into 2021 as the consecutive increases in our Gross Revenue stream which occurred in every quarter throughout all of fiscal 2020, was achieved due to the efficiencies we developed with our existing Digital Assets Mining equipment. With the recent closing of our Private Placement offering, and the exercise of the Stock Options, as announced today, we have over \$1,000,000 CDN in capital we have allocated and can use exclusively for purchasing of new Digital Assets Mining equipment. Once our new equipment is in place, we will be implementing the same efficiencies that we have been using in our existing systems & equipment into the new equipment, and we anticipate that we will continue to repeat this process on a larger scale throughout fiscal 2021. Once we have deployed our new Digital Assets Mining equipment, which we anticipate we will be in a position to announce in the very near future, we anticipate we will have monthly revenue gains with Bitcoin being very conservatively priced at \$20,000 USD per Bitcoin.”

#### About Bluesky Digital Assets Corp.

Bluesky Digital Assets Corp, is building a high value digital currency enterprise. Bluesky mines digital currencies, such as Bitcoin and Ether, and is developing value-added technology services for the digital currency market, such as digital mining proprietary software. Offering a complete ecosystem of value-creation, Bluesky is targeting reinvesting appropriate portions of its digital currency mining profits back into its operations. A percentage of the profit will be invested in the development of a proprietary Artificial Intelligence (“AI”) based technology. Overall, Bluesky takes an approach that enables the Corporation to scale, and respond to changing conditions, within the still-emerging digital currency industry. The Corporation is poised to capture value in successive phases as this industry continues to scale. For more information please visit [www.blueskydigitalassets.com](http://www.blueskydigitalassets.com)

#### For further information please contact:

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#### Forward-Looking Statements

Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and the Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither CSE nor its Regulation Services Provider as that term is defined in the policies of the CSE accepts responsibility for the adequacy or accuracy of this release. We seek safe harbor.