



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

March 10th, 2021

Item 3 – News Release

A news release for Bluesky Digital Assets Corp., March 10th, 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 it had received \$624,880.00 CDN in proceeds from the exercise of 694,311 Purchase Warrants ("Warrants") at an exercise price of \$0.90 CDN per Warrant. The Corporation also announced that it had received a further \$28,000.00 CDN in proceeds via the exercise of 186,667 Stock Options at an exercise price of \$0.15 CDN per Stock Option.

The issuance of the 880,978 combined Common Shares via the exercise of 694,311 Purchase Warrants and 186,667 Stock Options, as described above, are all material event as defined by NP 51-201 as the aforementioned issuances will increase the total number of the Corporation's issued Common Shares from 34,188,113 (As At Mar 9th, 2021) to 35,069,091 (As At Mar 10th, 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

March 10th, 2021

Schedule "A"



News Release

Bluesky Digital Assets Corp., Receives \$652,880.00 CDN from Warrant and Stock Option Exercise

FOR IMMEDIATE RELEASE

Toronto, Ontario, March 10, 2021 – Bluesky Digital Assets Corp., (CSE: BTC), (CSE: BTC.PR.A), (OTC Pink: BTCWF), (“Bluesky” or the “Corporation”) announced today that the Corporation had received \$624,880.00 CDN in proceeds from the exercise of 694,311 Purchase Warrants (“Warrants”) at an exercise price of \$0.90 CDN per Warrant. The Warrants were originally issued in March and April of 2019 via the Corporation’s Private Placement(s) of Unit(s) offerings.

The Corporation also announced that it had received a further \$28,000.00 CDN in proceeds via the exercise of 186,667 Stock Options at an exercise price of \$0.15 CDN per Stock Option. \$3,000.00 CDN of \$28,000.00 CDN was received via a payment in Bitcoin vs. cash. The Stock Options were exercised by an Officer and by a Consultant of the Corporation.

The Corporation is targeting primary usage of the proceeds from the Warrant and Options exercise towards equipment purchases with the purpose to further advance its active digital assets mining operations and for general working capital purposes.

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 Bluesky at: <https://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.