



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

February 16th, 2022

Item 3 – News Release

A news release for Bluesky Digital Assets Corp., February 17th, 2022, 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.PRA), (OTCQB: BTCWF) announced that Mr. Alan Grant had been appointed to the Board of Directors of the Corporation and that Mr. Jakson Inwentash had resigned.

The appointment of a new Director is deemed as a potential Material Change under NP 51-201 as the appointment of Mr. Grant and the resignation of Mr. Inwentash is a change to the composition of the Corporation's Board of Directors as per NP 51-201.

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

February 17th, 2022

Schedule "A"



News Release

Bluesky Digital Assets Corp. Announces Changes to Board of Directors

FOR IMMEDIATE RELEASE

Toronto, Ontario, February 17, 2022 – Bluesky Digital Assets Corp., (CSE: BTC), (CSE: BTC.PR.A), (OTCQB: BTCWF), (“Bluesky” or the “Corporation”) announced today the resignation of Mr. Jakson Inwentash as a Director of the Corporation and the appointment of the Mr. Allan Grant to the Board of Directors with immediate effect.

Mr. Grant is the currently the President and CEO of Signal fire Communications one of Canada’s most successful and best-tenured business consultancies specializing as program architects in strategic brand development, engagement and problem solving. With over 30 years’ experience identifying and harvesting the challenges faced by his Clients, Alan’s common-sense perspective and creative insights are a valuable addition to any meeting or business forum. Alan has previous Board experience in both the Canadian Public and Private Sectors.

The Board of Directors of the Corporation expresses its sincere thanks to Mr. Inwentash for his efforts and for his contributions as a Director of the Corporation and the Board of Directors also wishes Mr. Inwentash well in his future endeavors.

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 proprietary technology solutions. 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 Blockchain 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.