



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

May 8, 2023

Item 3 – News Release

Not Applicable

Item 4 – Summary of Material Change

Bluesky Digital Assets Corp., (CSE: BTC), (CSE: BTC.PR.A), (OTCQB: BTCWF) between April 28, 2023 and May 8, 2023 the Corporation settled an combined amount of \$652,575.00 CAD in secured debt owed to three creditors via the issuance of 13,051,500 Common Shares at a price of \$0.05 CAD per Common Share. As At the sate of this report, the Corporation is in discussions to settle more secured debt and will issue a press release in regard to all of the debt settlement once the final debt settlement is completed.

The issuance of the 13,051,500 Common Share 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 86,776,364 to 99,827,864 (As At May 8, 2023).

Item 5 – Full Description of Material Change

5.1 Full Description of Material Change

Refer to Item 4 of this report for full details.

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

May 08, 2023