

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Company

Seahawk Ventures Inc. (formerly Brabeia Inc. ("**Seahawk**" or the "**Company**"))
909 Bowron Street
Coquitlam, BC
V6J 7W3

Item 2: Date of Material Change

October 24, 2016.

Item 3: News Release

The news release with respect to the material change described herein was disseminated on October 24, 2016 through Newsfile.

Item 4: Summary of Material Change

Seahawk has completed its acquisition of the 100% undivided interest in nine mineral claims known as the Mackenzie Mountains Iron-Copper Property (the "**Mackenzie Property**") located in the Mackenzie Mining District, Northwest Territories, Canada (the "**Property Purchase Agreement**"), which was previously announced on May 25, 2016.

Item 5.1: Full Description of Material Change

The Property Purchase Agreement provided that the Company will acquire a 100% interest in the Mackenzie Property in consideration for payment to Metallis Resources Inc. ("**Metallis**") an aggregate of \$31,651.57 (of which \$5,000 is non-refundable) and issuing a total of 75,000 common shares at a deemed price of \$0.16 per common share in the capital of the Company to Metallis.

Metallis retains a 2% net smelter returns royalty on the Mackenzie Property (the "**Royalty Interest**"). Under the terms of the Property Purchase Agreement, the Company may elect to purchase all or a part of the Royalty Interest for a purchase price of \$500,000 for each one-half of one percent of the Royalty Interest up to an aggregate purchase price of \$2,000,000.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

This report is not being filed on a confidential basis.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

Giovanni Gasbarro, President and Chief Executive Officer
Telephone: (604) 939-1848/Email: giogas@gmail.com

Item 9: Date of Report

October 24, 2016.