

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

June 28, 2017.

Item 3: News Release

The news release with respect to the material change described herein was disseminated on June 28, 2017 through Newsfile.

Item 4: Summary of Material Change

Seahawk has closed its non-brokered private placement announced in its press release of June 12, 2017. Seahawk has raised gross proceeds of \$600,000 through the sale of 2,000,000 of its common shares at a price of \$0.30 per share. The shares sold in the placement are subject to a hold period which expires on October 29, 2017. A cash finder's fee of \$1,050.00 was paid in connection with the placement.

Item 5.1: Full Description of Material Change

Seahawk has closed its non-brokered private placement announced in its press release of June 12, 2017. Seahawk has raised gross proceeds of \$600,000 through the sale of 2,000,000 of its common shares at a price of \$0.30 per share. The shares sold in the placement are subject to a hold period which expires on October 29, 2017. A cash finder's fee of \$1,050.00 was paid in connection with the placement.

Seahawk's intention is to use the proceeds of the placement to fund the acquisition of the German Shepherd and Mystery properties (the "**Properties**") pursuant to the property purchase agreement with RSD Capital Corp. and Michel A. Lavoie (the "**Property Purchase Agreement**") described in its June 12, 2017 release, to fund the work program which is to be recommended in the technical report which is being prepared in respect of the Properties, and for general working capital purposes.

Completion of the transactions contemplated by the Property Purchase Agreement is subject to receipt and filing by Seahawk of the technical report respecting the Properties and to necessary stock exchange approvals by the parties. It is anticipated that the closing of the purchase of the Properties will take place on or before August 1, 2017, and a further news release will be issued upon closing.

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: seahawkventuresinc@gmail.com

Item 9: Date of Report

June 28, 2017.