

**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**

August 20, 2018.

**Item 3: News Release**

The news release with respect to the material change described herein was disseminated on August 21, 2018 through Newsfile.

**Item 4: Summary of Material Change**

Seahawk entered into a property purchase agreement dated August 20, 2018 with Mitchell E. Lavery to acquire the Blitz Property, comprised of 67 claims covering 6,624 hectares in Quebec's Urban-Barry Greenstone Belt.

**Item 5.1: Full Description of Material Change**

Seahawk entered into a property purchase agreement dated August 20, 2018 with Mitchell E. Lavery to acquire the Blitz Property, comprised of 67 claims covering 6,624 hectares in Quebec's Urban-Barry Greenstone Belt (the "**Agreement**"). Seahawk's holdings in the Urban-Barry Greenstone Belt is now 25,225 hectares.

The Blitz Property is located in the Urban-Barry Greenstone Belt approximately 30 kilometres north of Lebel-Sur-Quevillon and 150 km north-east of Val-d'Or in the Abitibi region of Quebec, and is accessible by existing roads. The Blitz Property is comprised of two blocks of claims, the eastern block is adjacent to Oskisko's property and the western block is adjacent to the Grevet mine owned by Nyrstar.

Under the terms of the Agreement, Seahawk will pay Mr. Lavery \$8,000.00 in cash and issue 1,650,000 common shares of Seahawk for a 100% interest in the Blitz Property, subject to a 2.5% net smelter return royalty. Seahawk will have the right of first refusal on the royalty in whole or in part. Mr. Lavery is a director of Seahawk and declared his interest and abstained from voting in respect of the approval of the Agreement. The value of consideration paid to Mr. Lavery is less than 25% of the market capitalization of Seahawk, and as a result, the transactions contemplated by the Agreement are exempt from the minority approval and valuation requirements of *Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions*.

**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](mailto:seahawkventuresinc@gmail.com)

**Item 9: Date of Report**

August 21, 2018.