

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

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

December 30, 2019.

Item 3: News Release

The news release with respect to the material change described herein was disseminated on December 30, 2019.

Item 4: Summary of Material Change

Seahawk has closed the first tranche of its non-brokered private placement announced in its press release of December 20, 2019. Seahawk has raised gross proceeds of \$115,900 through the sale of 463,600 of Units at a price of \$0.25 per Unit. Each Unit consists of one common share in the capital of the Corporation (a "**Unit Share**") and one common share purchase warrant (a "**Warrant**") entitling the holder to acquire one common share in the capital of the Corporation (a "**Warrant Share**") at a price of \$0.50 for three years from the date of issuance.

Item 5.1: Full Description of Material Change

Seahawk has closed the first tranche of its non-brokered private placement announced in its press release of December 20, 2017. Seahawk has raised gross proceeds of \$115,900 through the sale of 463,600 Units at a price of \$0.25 per Unit. Each Unit consists of one common share in the capital of the Corporation (a "**Unit Share**") and one common share purchase warrant (a "**Warrant**") entitling the holder to acquire one common share in the capital of the Corporation (a "**Warrant Share**") at a price of \$0.50 for three years from the date of issuance.

The shares sold in the private placement are subject to a hold period which expires on May 1, 2020.

Seahawk's intention is to use the proceeds of the placement will be used for mineral exploration expenses in the Province of Quebec, and for general working capital purposes.

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, Chief Executive Officer

Telephone: (604) 939-1848/Email: seahawkventuresinc@gmail.com

Item 9: Date of Report

December 30, 2019.