

**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**

August 14, 2020.

**Item 3: News Release**

The news release with respect to the material change described herein was disseminated on August 14, 2020.

**Item 4: Summary of Material Change**

Seahawk has closed its non-brokered private placement announced in its press release of July 2, 2020. Seahawk has raised gross proceeds of \$392,367.75 through the sale of 1,569,471 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 its non-brokered private placement announced in its press release of July 2, 2020. Seahawk has raised gross proceeds of \$392,367.75 through the sale of 1,569,471 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 December 15, 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.

A total commission of \$5,250.00 for the private placement was paid to PI Financial Corp. (\$3,000) and to Echelon Wealth Partners Inc. (\$2,250.00).

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

**Item 9: Date of Report**

August 14, 2020.