

**Form 51-102F3  
Material Change Report**

**Item 1 Name and Address of Company**

Blockstrain Technology Corp. (formerly, Scorpion Resources Inc.) (the “Company” or “Blockstrain”)  
800-1199 West Hastings Street  
Vancouver, BC V6E 2R1

**Item 2 Date of Material Change**

September 28<sup>th</sup>, 2018

**Item 3 News Release**

A news release was issued and disseminated on September 28<sup>th</sup>, 2018 and subsequently filed on SEDAR (www.sedar.com ) with the securities commissions of British Columbia, Alberta, and Ontario, and with the TSX Venture Exchange

**Item 4 Summary of Material Change**

Blockstrain Technology Corp. announced the appointment of a new CFO as well as the approval to grant stock options to three individuals, connected to their appointments with the Company.

**Item 5 Full Description of Material Change**

See attached news release at Schedule "A"

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report:

Robert Galarza  
Chief Executive Officer and Director  
(778) 283-1722

**Item 9 Date of Report**

October 3<sup>rd</sup>, 2018

## **SCHEDULE A**

### **BLOCKSTRAIN TECHNOLOGY CORP.**

800 – 1199 West Hastings Street  
Vancouver, British Columbia  
Phone: (425) 985-6451

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## **BLOCKStrain Announces Appointment of CFO, Stock Options for New Appointments**

VANCOUVER, DATE /CNW/ - **BLOCKSTRAIN TECHNOLOGY CORP.** (the “Company” or “**BLOCKStrain**”) (TSXV: **DNAX.V**) (OTC: **BKKSF**) is pleased to announce that, effective as of September 28, 2018, the Company has appointed Swapan Kakumanu as Chief Financial Officer and a Director of the Company.

“I am very pleased that Swapan is joining our team, both as our Chief Financial Officer and as a Director on the Board,” said BLOCKStrain CEO Robert Galarza. “His extensive experience with technology companies, along with his public company experience and unquestionable work ethic will add significant value to our Company as we enter into our next evolutionary phase.”

Mr. Kakumanu has more than 25 years of senior finance and operations experience and has served at senior executive management levels, both in public and private companies, in high growth technology, manufacturing, blockchain, medical device, trading and oil field services industries. He has held senior roles as President, Chief Executive Officer, Chief Financial Officer, Company Secretary and Board Member. Mr. Kakumanu has extensive experience in public company reporting, investor relations, mergers and acquisitions, internal controls and general overall financial and operational management. He holds CPA.CGA, ACA and ACMA designations.

Cameron Chell, the Company’s Chairman, further stated, “The appointment of Swapan as Chief Financial Officer and Director demonstrates the creation of a top-shelf leadership team which indicates BLOCKStrain’s readiness to execute on the Company’s growth strategy. His broad experience with high-growth business makes him an ideal fit for this role.”

In connection with Swapan’s appointment, Anthony Jackson has resigned as Chief Financial Officer and as a Director of the Company. The Company thanks Mr. Jackson for his service and wishes him the best for his future endeavours.

“Anthony stepped into the role of CFO at a crucial time, and his experience was invaluable as BLOCKStrain transitioned from a private company to a publicly traded corporation,” said Galarza. “We sincerely appreciated his guidance and support.”

The BLOCKStrain Board of Directors has also approved the granting of stock options to three individuals, connected to their appointments with the Company. All stock options were granted at the market price for shares at the time the grants were made.

Mr. Kakumanu has been granted 300,000 stock options in consideration of his new position as CFO and Director of the Board.

Mr. James Carter has also been granted 300,000 stock options in consideration of his appointment to the Board of Directors, as previously announced by the Company on July 13, 2018.

Mr. Carter is a Chartered Professional Accountant with over 45 years of experience in both the private and public sectors. From 1998 to 2017, Mr. Carter served as Vice President of an NYSE-listed company focused on merchant banking activities, where he specialized in mergers and acquisitions, corporate and debt restructuring and risk management. Mr. Carter has particular experience with North American and European capital markets.

Mr. Kemal Morris was granted 100,000 stock options in consideration of his appointment as Industry and Cultivation Specialist with the Company. Mr. Kemal is an expert in cannabis cultivation and breeding, having worked as a Master Grower under Canada’s medical marijuana access programs for 15 years, and having developed more than 40 proprietary cannabis strains in that time.

All of the stock options are exercisable for a period of 5 years at an exercise price of \$0.30 and vest as to 1/3 on grant and then 1/3 on the first and second anniversary.

### **ON BEHALF OF THE BOARD OF DIRECTORS**

*“Robert Galarza”*

Robert Galarza

Chief Executive Officer and Director

### **For further information:**

Please visit the Company’s website at: [www.blockstrain.io](http://www.blockstrain.io),  
or contact Al Olson,

## **About BLOCKStrain Technology Corp.**

BLOCKStrain Technology Corp. (TSX-V: DNAX.V) has developed the first integrated blockchain platform that registers and tracks intellectual property for the cannabis industry. Strain protection and genetic identification are major issues for growers and breeders, and this new technology allows them to identify and secure rights to their valuable intellectual property (IP). The BLOCKStrain platform also streamlines the administrative process of genetic and mandatory quality-control testing for legal cannabis, cutting the administrative time and expense in half.

BLOCKStrain's proprietary, immutable, cryptographically-secure blockchain-technology establishes a global 'single source of truth' for cannabis strains, their ownership, potency and chemical makeup. In an industry where a popular strain can be worth millions of dollars, it is crucial to the industry's future to quantify genetics, potency and equivalencies between cannabis products. BLOCKStrain delivers needed transparency to growers, retailers, regulators, and consumers who have struggled to find realistic solutions to these logistical challenges. The good news is that the blockchain technology implemented by BLOCKStrain is ideally suited to solve these kinds of problems by implementing an immutable and non-corruptible record of transactions.

***Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.***

### ***Disclaimer for Forward-Looking Information***

*Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding the Company's future business plans. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Forward looking statements in this news release include statements relating to: the expected benefits of, and impact on, the cannabis industry as a result of BLOCKStrain's technology; other statements regarding the business of BLOCKStrain; that BLOCKStrain will support the growth of the cannabis industry; that its platform will be able to cut administrative time and costs in half; and management's goals with respect to making BLOCKStrain the best technology company in the cannabis sector that provides a solid long-term investment. Such statements are based on management's current assumptions with respect to the regulatory environment for cannabis, the expected applications of its technology and other factors, and are subject to various risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements, including that: BLOCKStrain's platform may not operate as expected; the cannabis industry may not use the BLOCKStrain platform once it is built; legislative changes may occur that negatively impact BLOCKStrain's business; BLOCKStrain's platform may not adequately protect users' intellectual property; and other factors beyond the Company's control. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. Readers are urged to consider these factors carefully in evaluating the forward-looking statements contained in this news release and are cautioned not to place undue reliance on such forward-looking statements, which are qualified in their entirety by these cautionary statements. These forward-looking statements are made as of the date hereof and the Company disclaims any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable securities laws.*