



Blackhawk Growth Corp.

July 29, 2020

Canadian Securities Exchange
First Canadian Place
100 King Street West, Suite 7210
Toronto, Ontario M5X 1E1

Dear Sirs/Mesdames:

Re: Blackhawk Growth Corp. (the "**Company**") Asset Acquisition

This letter is written in connection with the listing of an additional 125,999,981 common shares of the Company on the Canadian Securities Exchange (the "**CSE**"). Reference is made to the Amalgamation Agreement dated June 17, 2020 (the "**Agreement**"), among the Company, a wholly-owned subsidiary of the Company and SAC Pharma Partners Inc. ("**SAC Pharma**"). Pursuant to which the Agreement, the Company agreed to acquire all of the issued and outstanding shares of SAC Pharma (the "**Transaction**"). The Transaction closed on July 28, 2020, and the Company acquired all of the issued and outstanding common shares of SAC Pharma through the issuance of 119,999,981 common shares to the former shareholders of SAC Pharma and 6,000,000 common shares to a party that assisted with the Transaction (collectively, the "**Transaction Shares**").

We hereby confirm that the Company has received all of the issued and outstanding shares of SAC Pharma in accordance with the terms of the Agreement and that the Transaction Shares have been duly and validly allotted and issued.

In connection with the above, please find enclosed a Certificate of Compliance (CSE Form 6) and Notice of Proposed Issuance of Listed Securities (CSE Form 9).

Yours truly,

"Frederick Pels"

Frederick Pels
Chief Executive Officer