

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **Blackhawk Growth Corp.** (the "Issuer").

Trading Symbol: **BLR**

Date: **March 2, 2021**

1. New Options Granted:

Date of Grant: **March 1, 2021**

Stock Options

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Krista Leicht	Consultant	No	150,000	\$0.69	March 1, 2026	Nil
Zula Kropivnitski	Officer	Yes	100,000	\$0.69	March 1, 2026	Nil
Jeff Kirdeikis	Consultant	No	200,000	\$0.69	March 1, 2026	Nil

Restricted Share Units (RSUs)

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSUs	No. of RSUs Granted in Past 12 Months
Frederick Pels	Director & Officer	Yes	400,000	Nil
Dave Antony	Director	Yes	250,000	Nil
Scott Seguin	Director	Yes	100,000	Nil
Marc Lowenstein	Director	Yes	100,000	Nil
Bill deJong	Director	Yes	100,000	Nil

Total Number of optioned shares and RSUs proposed for acceptance: **1,400,000**

2. Other Presently Outstanding Stock Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾⁽²⁾	Exercise Price ⁽²⁾	Original Date of Grant	Expiry Date
Frederick Pels	12,000	\$2.50	July 29, 2019	July 29, 2024
	120,000	\$1.25	August 11, 2020	August 11, 2022
Marc Lowenstein	12,000	\$2.50	July 29, 2019	July 29, 2024
	40,000	\$1.25	August 11, 2020	August 11, 2022
Dave Antony	20,000	\$2.50	July 29, 2019	July 29, 2024
	40,000	\$1.25	August 11, 2020	August 11, 2022
Dale Owen	8,000	\$2.50	July 29, 2019	July 29, 2024
Dale Owen	20,000	\$1.25	August 11, 2020	August 11, 2022
Zula Kropivnitski	8,000	\$2.50	July 29, 2019	July 29, 2024
Cassandra Gee	4,000	\$2.50	July 29, 2019	July 29, 2024
Leonard Wong	40,000	\$1.25	August 11, 2020	August 11, 2022
Matthew Lee	40,000	\$1.25	August 11, 2020	August 11, 2022
Corey Travis	20,000	\$1.25	August 11, 2020	August 11, 2022
Konstantin Lichtenwald	40,000	\$1.25	August 11, 2020	August 11, 2022
Alex Klenman	20,000	\$1.25	August 11, 2020	August 11, 2022
Cassandra Gee	20,000	\$1.25	August 11, 2020	August 11, 2022

(1) Set out number of optioned shares for each grant with different terms.

(2) Reflects the 25:1 consolidation effective on November 27, 2020

3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held.

Not applicable

- (b) State the date of the news release announcing the grant of options.

March 1, 2021

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

19,855,575 common shares

- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options.

9.38%

- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

121,558

- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.

Not applicable

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

None

4. Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated: March 2, 2021

Frederick Pels
Name of Director or Senior
Officer

/s/ "Frederick Pels
Signature

Chief Executive Officer
Official Capacity