

FORM 7

MONTHLY PROGRESS REPORT

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

Trading Symbol: BLR

Number of Outstanding Listed Securities: 172,885,184 common shares

Date: May 6, 2020

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor, should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

Issuer Response: *During the month of April, the Issuer has been focused on continued operations and management of its current investments. It continues to explore and pursue potential new investment opportunities.*

2. Provide a general overview and discussion of the activities of management.

Issuer Response: Please see item 1 above. Management has been actively involved in managing operations and investments, as well as exploring and evaluating new investment opportunities including the healthcare sector in an effort to expand its current investment portfolio.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

Issuer Response: The Company announce that it has entered into a letter of intent (the “**Letter**”), dated effective April 11, 2020, with Emergence Technology Pty. Ltd. (the “**Vendor**”) to distribute a 2019-nCoV Ab test kit (the “**Test Kit**”) used in the detection of COVID-19. The Letter contemplates that Blackhawk would acquire the rights to distribute Test Kits in Canada, Mexico, Germany, Switzerland and Austria (the “**Acquisition Territories**”), subject to the requirements of applicable medical regulations in these jurisdictions.

While the Test Kit was submitted to Health Canada for clearance on March 31, 2020, at this time distribution of the Test Kit has not been approved for use in Canada and there can be no guarantee that such approval will be granted in a timely fashion, or at all.

The Test Kit is a small disposable point-of-care test (POCT), that can be used in clinics, hospitals, pathology labs or in remote sites administered by healthcare professionals. The device itself is based on lateral flow colloidal gold-based detection technology that detects viral specific IgG/IgM antibodies present in a few drops of blood from a finger-prick. The device only requires 10 microlitres of patient serum or plasma, or 20 microlitres of whole blood, which is loaded on one end of the Test Kit together with a buffer mix, which then mixes with COVID-19 spike proteins (S) labelled with colloidal gold and migrates along the device to an area of immobilized antibodies that captures COVID-19 specific antibodies. If virus specific IgG or IgM antibodies from the patient are present, compounds are formed, which show up as a distinctive purple band on the strip. The results are obtained within 3 to 15 minutes, and do not require specialised laboratory equipment such as those that use real-time RT-PCR (reverse transcriptase-polymerase chain reaction) technology.

The Test Kit is developed and manufactured by Innovita (Tangshan) Biological Technology Co., Ltd. (“**Innovita**”) in China. Established in 2006 in Beijing, Innovita is a leading manufacturer of diagnostic solutions for respiratory pathogens diagnosis, striving for a more efficient healthcare system to enhance the health and well-being of everyone in the world. Innovita is currently in the process of manufacturing and distributing the Test Kits in China. Readers are encouraged to visit their website for further information regarding Innovita (<http://www.innovita.com.cn>).

The Vendor has an existing distribution relationship with the Innovita which permits it to market and distribute the Test Kits in a number of jurisdictions, including the Acquisition Territories. The Test Kits are already fully approved and have a CE mark in Europe as well as by the respective health authorities in China, the Philippines and Australia among other jurisdictions.

As global cases [exceed 1,900,000 and continue to rise](#), Dr Tedros Adhanom Ghebreyesus, director-General of the World Health Organisation emphasized the critical need to escalate testing, isolation and contact tracing efforts, which he termed the “backbone” of the response. He further emphasised “We have a simple message for all countries: test, test, test.”

“It has become apparent that the COVID-19 virus is highly transmissible, and a significant part of the population are asymptomatic, individuals who are currently infected or may have overcome the virus without knowing it. The immune response of these individuals can be measured by the presence of antibodies directed against proteins of the COVID-19 virus. Innovita’s results are exceptionally high (specificity - true negative) at 99.57% and (sensitivity - true positive) at 86.43%. It is now accepted that widespread COVID-19 testing, identification of individuals exposed to the virus and isolation of virus-infected individuals are an effective means to control the spread of COVID-19,” noted James Saunders, CEO to Emergence Technology Pty Ltd.

“This is a significant opportunity for Blackhawk” states Frederick Pels, CEO of Blackhawk Growth Corp. “This test is truly revolutionary given the fact that through a simple pin-prick of a finger supervised by a medical professional, in less than 15 minutes, it can test whether a patient has COVID-19 antibodies or not. We recognize that a number of healthcare organizations are struggling to evaluate patients for COVID-19 due to testing constraints so through this agreement we’re hoping to provide an efficient solution in distributing these tests to people in Canada and parts of Europe and ease the burden on healthcare centers, so that they can focus on the highest severity cases. Giving people the ability to get tested could have immediate implications for not just the patient, but their family and friends, too and it is our mission to do everything we can to help fight this pandemic.”

In consideration for the ongoing rights to distribute the Test Kits in the Acquisition Territories, the Letter contemplates that the Corporation would issue to the Vendor 20,000,000 common shares, at a deemed price of \$0.05 per share, and 10,000,000 share purchase warrants entitling the Vendor to acquire additional common shares of the Corporation at a price of \$0.06 per share for a period of twenty-four months. The Corporation will also grant the Vendor an ongoing royalty equivalent to nine percent of the gross revenue generated from the sale of the Test Kits in the Acquisition Territories. Completion of the transaction remains subject to completion of due diligence, the negotiation of definitive documentation, the Vendor obtaining the consent of Innovita, and completion of customary regulatory filings associated with transactions of this nature.

The Corporation is at arm's length from the Vendor and Innovita. The transaction neither constitutes a fundamental change or change of business for the Corporation, nor is it expected to result in a change of control of the Corporation within the meaning of applicable securities laws and the policies of the Canadian Securities Exchange. All securities of the Corporation issued to the Vendor will be subject to a four-month-and-one-day statutory hold period in accordance with applicable securities laws.

Readers are cautioned that the Corporation has not yet had an opportunity to conduct independent due diligence regarding the operation of the Test Kit and verification of testing statistics provided by the Vendor. At this time, use of the Test Kit has not been approved in Canada, and there can be no guarantee that such approval will be granted in a timely fashion, or at all. Assuming such approvals are received, following completion of the transaction with the Vendor, it is anticipated that the Corporation would place orders with Innovita for the manufacturing of the Test Kits in China. The Corporation has not received any assurances as to the timeline for the manufacturing and distribution of Test Kits in the Acquisition Territories, or to the capacity of Innovita to produce a sufficient volume of Test Kits to make distribution in the Acquisition Territories economically feasible.

The Corporation intends to establish this additional information through a due diligence review permitted under the terms of the Letter. The Corporation will provide a further update regarding the transaction once due diligence has been completed and definitive documentation finalized.

Also the Company is further continuing on the direction of increased exposure to the healthcare sector and to further address Canada's surge in digital healthcare requirements, is pleased to announce that it is launching a telemedicine platform called "Talk to doc" – www.talktodoc.ca – an online clinic that connects doctors to their existing patients and allows new patients near instant access to a doctor from the comfort of their home. The launch of the platform is part of the Corporation's ongoing efforts to expand its investment portfolio into the health care sector.

Telemedicine in Canada has become the go-to method of consultation for doctors since the Covid-19 pandemic with strong support from Provincial Governments to adopt and implement this new technology to serve the growing demand. The launch of the platform provides Blackhawk's shareholders an opportunity to be involved in the under-developed telemedicine infrastructure in Canada.

The platform was jointly built in tandem with Heally, Inc., a San Francisco based telemedicine company. Using a revenue split model, both Heally and Blackhawk intend to rapidly develop the platform in Canada. Details of the revenue split are currently being contemplated between both companies and once an agreement has been reached, the Corporation will provide further details.

The Company is pleased to announce that it is preparing to launch “Talk to Doc RX” – an online pharmacy delivery service directly interconnected to our recently launched telemedicine platform – www.talktodoc.ca. This feature will allow doctors utilizing the platform to send their patients prescriptions directly to participating pharmacies that will then be adding the additional service of delivering fulfilled prescriptions directly to their patient’s homes.

In addition, on April 20, 2020 Blackhawk has been in discussions with a logistics delivery partner that has a pre-existing relationship with a notable national pharmacy chain to further expand on the direct-to-home prescription fulfillment. The launch of this feature is part of the Corporation’s ongoing efforts to expand the telemedicine platform and gain further investment exposure to the healthcare sector. Use of this feature in particular provinces or territories of Canada is dependent on licensing arrangements made by the participating pharmacy in that jurisdiction.

“Delivery of prescriptions amid the Covid-19 pandemic is not only an essential need and a prudent next step for Blackhawk’s telemedicine offerings but also a beneficial service to be utilized in a post Covid-19 world” says Frederick Pels, CEO of Blackhawk. “The launch of this direct to consumer delivery extension provides Blackhawk’s shareholders with added value for our investment in www.talktodoc.ca and further establishes our footprint in Canada’s growing telehealth infrastructure.”

This feature was an initiative built in tandem with Heally, Inc., a San Francisco based telemedicine company. Details of the partnership with Heally, Inc. are currently being contemplated between both companies and once an agreement has been reached the Corporation will provide further details.

“This was a natural next step for us”, adds Frederick Pels. “This extension is fully built and the team at Heally, Inc. is ready to launch once we have secured our delivery and pharmacy partners. The value-add here is significant for the future of Blackhawk and is another great step forward for us as we expand our interest in the smart healthcare space. The ability to work with the team at Heally has given us the required flexibility to make an impact so Canadians can stay safe and healthy in these uncertain times. We truly believe that seeing a doctor virtually is the way of the future and having a pharmacy deliver your medication to you without having to leave your home will set us apart from everyone else in the industry.”

Blackhawk is also excited to announce that its common shares have been listed on the Frankfurt Stock Exchange under the trading symbol “**OJJ**”. The Corporation’s common shares continue to be listed on the Canadian Securities Exchange under the trading symbol “**BLR**”.

“Many of the investment opportunities presented to Blackhawk have an international reach,” says Frederick Pels, CEO of Blackhawk. “Listing on the

Frankfurt Stock Exchange gives us the ability to expand our shareholder base throughout Europe. This is a major move towards furthering the objectives of improving our visibility within the investment community and increasing investor awareness globally. We look forward to exposing our story to new investors and keeping our shareholders abreast of our investment plans over the coming months.”

On April 21, 2020, the Company issued a joint news release with Gaia Grow Corp that they have completed the purchase and sale of three pre-license retail cannabis stores in British Columbia (the “**Transaction**”) pursuant to the terms of a share exchange agreement (the “**Exchange Agreement**”) previously entered into on February 27, 2020.

Through the Transaction, Gaia has acquired all of the issued and outstanding share capital of 1202465 B.C. Ltd. (“**Nelson Store**”) and Patriot Cannabis Brands Inc. (“**Powell River Stores**”) and together with the Nelson Store, the “**Targets**”) from Blackhawk. The Nelson Store, located at 306B Victoria Street in Nelson, British Columbia, currently has an Approval in Principle (AIP) issued by the Liquor & Cannabis Regulation Branch of British Columbia to operate a cannabis retail store, while the Powell River Stores both have applications in process to operate licensed cannabis dispensaries at the premises located at Unit No. 3, 4296 Joyce Avenue and 6239 Walnut Street in Powell River, British Columbia.

The aggregate purchase price for the Targets is \$1,500,000 (the “**Purchase Price**”). In satisfaction of the Purchase Price, Gaia has issued 30,000,000 common shares to Blackhawk, at a deemed price of \$0.05 per common share.

Prior to completion of the Transaction, Blackhawk did not hold any securities of Gaia. Blackhawk now has ownership and control of a total of 30,000,000 common shares of Gaia representing approximately 12.9% of the issued and outstanding shares. Blackhawk has acquired the common shares of Gaia in consideration for all of the outstanding share capital of the Targets, and intends to hold them for investment purposes. Blackhawk has no present intention to acquire further securities of Gaia, although may in the future acquire or dispose of securities, through the market, privately or otherwise, as circumstances or market conditions warrant.

Frederick Pels and Marc Lowenstein are directors of both Gaia, and Blackhawk, however the Transaction is not considered to be a related party transaction within the meaning of Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions. The Transaction has been approved by the independent directors of each of Gaia, and Blackhawk.

The Transaction does not represent a fundamental acquisition or change of business for Gaia as defined by the policies of the Canadian Securities Exchange, nor does it represent a disposition of substantially all of the assets or business undertaking of Blackhawk. For further information regarding the

Transaction, readers are encouraged to review the Form 2A Listing Statement filed by Gaia in connection with the listing of its common shares on the Canadian Securities Exchange. Copies of the Listing Statement, the Exchange Agreement and the early warning report filed by Blackhawk in connection with the Transaction, are available under the profile for Gaia on SEDAR (www.sedar.com), or by contacting Gaia.

Effective April 21, 2020, the Company entered into a definitive agreement (the “Agreement”), with Emergence Technology Pty. Ltd. (the “Vendor”) pursuant to which it will acquire the rights to distribute a 2019-nCoV Ab test kit (the “Test Kit”) used in the detection of COVID-19. Pursuant to the Agreement, Blackhawk will acquire the rights to distribute Test Kits in Canada, the United States, Mexico, Germany, Switzerland and Austria (the “Acquisition Territories”), for a period of twenty-four (24) months, subject to the requirements of applicable medical regulations in these jurisdictions.

“The acquisition of these distribution rights is a significant achievement,” said Frederick Pels, CEO of Blackhawk. “We were able to negotiate favourable terms which include the rights for the United States which gives us the ability to sell these kits immediately. Our next steps are to rapidly strategize and deploy a multinational sales and distribution strategy and prepare to supply and fill orders. As James Saunders of Emergence Technology Pty. Ltd. explained in our previous news release, Innovita’s results are exceptionally high (specificity - true negative) at 99.57% and (sensitivity - true positive) at 86.43%. It is now accepted that widespread COVID-19 testing, identification of individuals exposed to the virus and isolation of virus-infected individuals are an effective means to control the spread of COVID-19 and we look forward to delivering test kits and helping to combat this pandemic.”

In consideration for the ongoing rights to distribute the Test Kits in the Acquisition Territories, the Corporation is required to issue a total of 20,000,000 common shares (the “Consideration Shares”), at a deemed price of \$0.05 per share, and 10,000,000 share purchase warrants (the “Consideration Warrants”) entitling the holder to acquire additional common shares of the Corporation at a price of \$0.06 per share for a period of twenty-four months. The Corporation will also grant the Vendor an ongoing royalty equivalent to nine percent of the gross revenue generated from the sale of the Test Kits in the Acquisition Territories.

The Agreement contemplates that the Consideration Shares, and the Consideration Warrants, will be issued in two tranches. Initially, on closing of the transaction, the Corporation will issue 6,500,000 Consideration Shares, and 5,000,000 Consideration Warrants. The balance of the Consideration Shares, and the Consideration Warrants, will be issued upon the Test Kit being approved by Health Canada for importation and distribution in Canada. The Agreement may be terminated, at the option of the Vendor, in the event the Corporation has not placed production orders with Innovita for at least 200,000 Test Kits within the initial ninety days.

The Corporation is at arm's length from the Vendor and Innovita. The transaction neither constitutes a fundamental change or change of business for the Corporation, nor will it result in a change of control of the Corporation within the meaning of applicable securities laws and the policies of the Canadian Securities Exchange. All securities of the Corporation issued in connection with the transaction will be subject to a four-month-and-one-day statutory hold period in accordance with applicable securities laws.

On April 27, 2020, the Company is pleased to announce that it has formed a strategic advisory board to advise and consult with the board of directors and senior management. The Corporation has appointed Niv Dagan as the initial member of the advisory board. Mr. Dagan will be a valuable addition to the team and will greatly assist Blackhawk in realizing its vision and investment goals. To further advance sales of our test kits in North America and Europe, Blackhawk will look to bolster this board with medical and scientific advisors.

Prior to founding Peak in 2013, Niv headed up HC Securities; spent three years growing its capital markets division and worked on the wholesale desk at Macquarie Bank, servicing a wide range of institutional, intermediary and offshore clients. Niv takes an active approach in managing client funds and is passionate about backing strong management teams that deliver shareholder value. Niv's focus is identifying great companies that are traditionally not offered to retail and institutional investors and sees a large opportunity in assisting Australian companies expand their presence in the North American markets.

Frederick Pels, CEO of Blackhawk states: "We are pleased to welcome Niv to our team. His knowledge and experience are a valuable addition. He brings a wealth of global contacts that we will surely leverage as we look to expand our operations globally. His support and guidance will be a relied upon tool we will use to further Blackhawk's ability to distribute the Innovita COVID-19 test kits around the globe. On behalf of our whole team, we look forward to working with Mr. Dagan and updating our shareholders with our progress over the coming weeks."

"I am excited to join Blackhawk as a strategic advisor and work closely with Fred and the team" says Niv Dagan. "The landscape is shaping rapidly and we have a huge opportunity here to make a paradigm difference."

On April 29, 2020, the Company is pleased to announce that it has secured an initial purchase order for 1,000 COVID-19 antibody testing kits with a healthcare clinic in Rocklin, California. Blackhawk views this order as an initial stepping-stone that could lead to further orders as the relationship continues to grow and prosper.

"This is an important first step for us," says Frederick Pels, CEO of Blackhawk Growth. "This initial order was placed by a healthcare clinic in Northern California

with the intention of leading to much larger orders in due course. We wanted to start the relationship off on the right track and display our ability to deliver Innovita's COVID-19 antibody test kits in a timely fashion. This opportunity is intended to showcase what we can do and will assist us in our other ongoing negotiations. We will work with James Saunders and his team at Emergence to make sure this order is placed, delivered and handled efficiently. This is our first order after signing the definitive agreement for these test kits last week, so we're moving at an incredible pace. We look forward to expanding our reach in the United States as we work to close more deals we are currently negotiating as quickly as possible."

Given Emergence Technology's relationship with Innovita and their quality assurance inspector on the floor of their manufacturing site at all times, Blackhawk will look to leverage this relationship to help produce, fulfill and deliver this order and any future orders expeditiously and in a timely fashion. Blackhawk expects to have the COVID-19 antibody testing kits delivered to the clinic in the next thirty days and will update its shareholders when the delivery has arrived.

"We are excited with this initial order," states James Saunders of Emergence Technology Pty. Ltd. "We look forward to fulfilling this agreement in a timely fashion and being able to prove that we can leverage our relationship with the manufacturer to deliver test kits faster and more efficiently than anyone else in the market today."

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

Issuer Response: None.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

Issuer Response: None.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

Issuer Response: Not applicable.

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or

the disposition was to a Related Person of the Issuer and provide details of the relationship.

Issuer Response: See Note 3.

8. Describe the acquisition of new customers or loss of customers.

Issuer Response: Not applicable.

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

Issuer Response: Not applicable.

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

Issuer Response: Not applicable.

11. Report on any labour disputes and resolutions of those disputes if applicable.

Issuer Response: Not applicable.

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

Issuer Response: Not applicable

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

Issuer Response: None.

14. Provide details of any securities issued and options or warrants granted.

Issuer Response:

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Common shares	12,000,000	See Note 3.	
Common shares	6,500,000	See Note3.	

(1) State aggregate proceeds and intended allocation of proceeds.

15. Provide details of any loans to or by Related Persons.

Issuer Response: There are no changes to report.

16. Provide details of any changes in directors, officers or committee members.

Issuer Response: There are no changes to report.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

Issuer Response: *No trends that are likely to impact the Issuer at this time.*

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 were 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 7 Monthly Progress Report is true.

Dated May 6, 2020.

Konstantin Lichtenwald
Name of Director or Senior
Officer

(signed) "Konstantin Lichtenwald"
Signature

Chief Financial Officer
Official Capacity

Issuer Details	For Month End	Date of Report
Name of Issuer		YY/MM/D
Blackhawk Growth Corp.	April, 2020	20/05/06
Issuer Address		
Suite 650, 816 - 7 Avenue SW		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Calgary, Alberta T2P 1A1	403 265-6535	403 531-1710
Contact Name	Contact Position	Contact Telephone No.
Konstantin Lichtenwald	CFO	778-833-1984

Contact Email Address konstantin@zeuscapital.ca	Web Site Address http://www.blackhawkgrowth.com
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