

FORM 51-102F3
Material Change Report

1. Name and Address of Company:

Blockchain Holdings Ltd.
("Blockchain Holdings" or the "Company")
Sea Meadow House
P.O. Box 116
Road Town, Tortola
VG 1110 British Virgin Islands

2. Date of Material Change:

November 12, 2019

3. News Release:

The news release with respect to the material change was disseminated through FSC Wire on November 12, 2019.

4. Summary of Material Change:

The Company's wholly-owned subsidiary, Wishland Properties Limited, has closed on its investment in Airbeam Wireless Technologies Inc., parent company of Airbeam 60Ghz Holdings Ltd. as previously announced on February 27, 2019; consisting of 9,876,191 Class A Voting Common Shares at a price of \$0.12 per share for a total investment of \$1,185,143.

5. Full Description of Material Change:

5.1 Full Description of Material Change

The material change described in item 4 is fully described in the Company's press release of November 12, 2019 attached hereto and as filed on SEDAR.

5.2 Disclosure of Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not Applicable

7. Omitted Information:

Not Applicable

8. Executive Officer:

Betty Anne Loy, Corporate Secretary
Telephone: 604-681-7010

9. Date of Report:

November 19, 2019

Blockchain Holdings Closes Strategic Investment in Airbeam

Tortola, British Virgin Islands – Blockchain Holdings Ltd. (the “Company”) (CSE: BCX) is pleased to announce that its wholly-owned subsidiary, Wishland Properties Limited, has closed on its investment in Airbeam Wireless Technologies Inc. (“Airbeam”), parent company of Airbeam 60Ghz Holdings Ltd. as previously announced on February 27, 2019; consisting of 9,876,191 Class A Voting Common Shares at a price of \$0.12 per share for a total investment of \$1,185,143.

About Blockchain Holdings Ltd.

Through our proprietary portal BCXdata.com, Blockchain Holdings is developing a suite of services that provide investors and fund managers with unique insights into the growing ecosystem of crypto-assets. BCXdata.com captures and aggregates data from different blockchains, with a purpose of providing users an institutional-grade analysis package that forms the basis for an extended suite of product offerings in the future.

About Airbeam

Airbeam is a leading developer of software and hardware solutions for 5G Small Cells and wireless networks. Airbeam develops ultra-high bandwidth and low latency wireless connectivity solutions based on its proprietary 60GHz chipset. 5G networks will require an order of magnitude more towers than 4G. Most of those new towers come in form of Small Cells, especially in dense urban areas. Airbeam’s 60GHz chipset and advanced beamforming antenna technology is the only commercial solution on the market for high bandwidth wireless backhaul connections between Small Cells, eliminating the need for expensive fiber optics and time consuming deployment. Airbeam is planning to use its market leading wireless chipset as an anchor point to establish itself as a leading software and hardware technology driver for 5G Small Cells. Airbeam is forming key partnerships and actively deploying its technology around the world. .

For further information, please contact:

Malcolm Burke
+1 604 220 2000

mpb@primarycapital.net

Alan Tam, CFO
+1 604 377-7575

alantamca@gmail.com

Wayne Lloyd, CEO
+1 604 629-9975

wayne@blockchainholdingsltd.com

This press release was prepared by management of Blockchain Holdings Ltd., which takes full responsibility for its contents. The Canadian Securities Exchange has in no way passed upon the merits of the proposed transaction and has neither approved or disapproved the contents of this press release. This news release contains forward-looking statements that are based on Blockchain's expectations, estimates and projections regarding its business and the economic environment in which it operates, including with respect to its business plans, and the timing thereof, the completion of Airbeam 60Ghz's purchase of "Airbeam", including the timing thereof, the expected benefits from Airbeam, including with respect to revenue, growth, costs and markets, and the timing thereof, the potential for a new generation of wireless network technologies, the implementation of new applications and the development of new technologies and products. Although Blockchain believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guaranteed of future performance and involve risks and uncertainties that are difficult to control or predict. Therefore, actual outcomes and results may differ materially from those expressed in these forward-looking statements and readers should not place undue reliance on such statements. These forward-looking statements speak only as of the date on which they are made, and Blockchain undertakes no obligation to update them publicly to reflect new information or the occurrence of future events or circumstances, unless otherwise required to do so by law.