

FORM 51-102F3
Material Change Report

1. Name and Address of Company:

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

2. Date of Material Change:

May 13, 2020

3. News Release:

The news release with respect to the material change was disseminated through Accesswire Canada Ltd. on May 13, 2020 and filed on SEDAR.

4. Summary of Material Change:

The Company announced that it has completed its previously announced acquisition of the self-quarantine monitoring technology suite known collectively as "TraceSafe" from WiSilica, Inc. ("**WiSilica**"). The acquisition was completed through the Company's wholly-owned subsidiary Tracesafe Technologies Inc. ("**Tracesafe Inc.**").

5. Full Description of Material Change:

5.1 Full Description of Material Change

The Company announced that it has completed its previously announced acquisition of the self-quarantine monitoring technology suite known collectively as "TraceSafe" from WiSilica. The acquisition was completed through the Company's wholly-owned subsidiary Tracesafe Inc.

Pursuant to the transaction, WiSilica has agreed to provide Tracesafe Inc. certain transition services and to assist business development, for at least six months, until Tracesafe Inc. assumes full operational responsibility. Following this period, Tracesafe Inc. expects to retain certain key personnel of WiSilica, including WiSilica's product development team based in Kerala, India, to continue expedited development of TraceSafe products and solutions.

Dennis Kwan, the Chief Technology Officer of WiSilica, is expected to be appointed as CEO of Tracesafe Inc. in the coming days to help continuity of operations and the deployment of TraceSafe technology to governments and the private sector around the world.

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: 604-283-2339 xt 702

9. Date of Report:

May 13, 2020