FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

BLOCKCHAINK2 CORP. (the "Company")
400-837 West Hastings Street
Vancouver, BC
V6C 3N6

Item 2. **Date of Material Change**

February 6, 2024

Item 3. **News Release**

The news release (the "**News Release**") was issued on February 6, 2024 and was disseminated by Stockwatch.

Item 4. **Summary of Material Change**

On February 6, 2024, the Company announced the closing of an offering of 5,000,000 Common Shares at a price of $0.105 for aggregate gross proceeds of $525,000.

The net proceeds of the Offering will be used for general working capital purposes.

Item 5. **Full Description of Material Change**

Please see the News Release attached hereto as Schedule "A".

Item 6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

Item 7. **Omitted Information**

None.

Item 8. **Executive Officer**

Yuying Liang
Chief Financial Officer
604.630.8746

Item 9. **Date of Report**

February 8, 2024

SCHEDULE "A"

NEWS RELEASE

(See attached)

BLOCKCHAINK2 CORP.

February 6, 2024

TSX.V Symbol: BITK

BLOCKCHAINK2 ANNOUNCES CLOSING OF PRIVATE PLACEMENT OFFERING

Vancouver, BC/ February 6, 2024 BlockchainK2 Corp. (TSX-V: BITK) (OTCQB: BIDCF) (FSE: KRL2) (the "Company") is pleased to announce that it has closed its non-brokered private placement offering of 5,000,000 common shares of the Company ("Common Shares") at a price of $0.105 per Common Share for aggregate gross proceeds of $525,000 (the "Offering").

Insiders participated purchasing 1,809,523 shares. The Insider Participation is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 by virtue of the exemption contained in section 5.5(b) as the Company's shares are not listed on a specified market and from the minority shareholder approval requirements of MI 61-101 by virtue of the exemption contained in section 5.7(a) of MI 61-101 in that the fair market value of the consideration of the securities issued to the related parties did not exceed 25% of the Company's market capitalization.

All Common Shares issued pursuant to the Offering are subject to a four-month statutory hold period. The net proceeds of the Offering will be used for general working capital purposes.

BlockchainK2 Corp.
Sergei Stetsenko
CEO and Director
Phone: +971502806737

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-looking Information Cautionary Statement

Except for statements of historic fact, this news release contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking statements are based on the opinions and estimates at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements including, but not limited to delays or uncertainties with regulatory approvals, including that of the TSX-V. There are uncertainties inherent in forward-looking information, including factors beyond the Company's control. There are no assurances that the business plans for the Company as described in this news release will come into effect on the terms or time frame described herein. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change except as required by law. The reader is cautioned not to place undue reliance on forward-looking statements. Additional information identifying risks and uncertainties that could affect financial results is contained in the Company's filings with Canadian securities regulators, which are available at www.sedar.com*.*