FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and address of the Company

Everton Resources Inc. (“Everton”)
1155 René-Lévesque Blvd. West, 31st Floor
Montréal, Québec
H3B 3S6

Item 2 Date of material change

September 27, 2010

Item 3 News release

The press release was issued and distributed on September 27, 2010.

Item 4 Summary of material change

Signing of a letter of intent whereby Everton Resources Inc. is proposing to sell all of the issued and outstanding shares of its wholly-owned subsidiary Hays Lake Gold Inc.

Item 5 Full description of material change

Everton **(TSX-V: EVR, Frankfurt: ERV)** announces that it has signed a binding Letter Agreement to sell all of the issued and outstanding shares of its wholly-owned subsidiary Hays Lake Gold Inc. (“**HLG**”) to Kaskattama Inc. (“**Kaskattama**”) for a total consideration of approximately $7.6 million. HLG holds the Shoal Lake Gold properties comprised of two significant high grade gold deposits: Duport and Cedar Island, on 81.3 km2, located in the Shoal Lake area, near Kenora, Ontario. The $7.6 million consideration is allocated as follows (all currency amounts in Canadian Dollars, unless otherwise indicated):

- $2 million in cash to be paid upon execution of a final Sale and Purchase Agreement; and
- 14 million shares of Kaskattama at a minimum price of $0.40 per common share.

The transaction is expected to close by no later than November 15, 2010, or any other date agreed to in writing by the parties, and is subject to various conditions customary to this type of transaction, among which:

(a) Completion by Kaskattama of a legal, technical, and environmental due diligence investigation on HLG and its business with the results of such investigation being acceptable to Kaskattama in its sole and absolute discretion no later than October 31st, 2010;

(b) Successful financing to allow Kaskattama to make the $2 million cash payment to Everton;

(c) Listing of Kaskattama’s common shares on the TSX or TSX-V by no later than November 30th, 2010.

Kaskattama currently has 39,697,500 shares outstanding. Following the issue of 14 million shares to Everton, but before financing, Everton will own 26% of Kaskattama. Kaskattama intends to raise approximately $10 to $15 million in its financing, of which $2 million will be payable to Everton.

Everton purchased HLG one year ago on September 17, 2009 through the issuance of 11,999,938 common shares at a fair value of $0.17 per share plus certain other costs for a total purchase price of $2.4 million. Including the cost of the acquisition and all property related payments and exploration expenditures capitalized to date, the current carrying value of properties being sold to Kaskattama is approximately $4.5 million. Based on the above purchase price, Everton expects to realize a minimum gain of $3.1 million using a value of $0.40 per Kaskattama common share.

Kaskattama:

Kaskattama is a Canadian controlled private corporation based in Toronto, Ontario. It was incorporated under the *Business Corporation Act* (Ontario) on July 11, 2007. Kaskattama has a mining business development plan targeting undeveloped assets for near term resource development. It has a Canadian focus with preference given to partnerships with First Nations.

Everton

Everton is actively exploring in the Dominican Republic adjacent to the US$2.7 billion Pueblo Viejo project, currently being developed by the world's largest gold mining company, Barrick Gold Corporation (60%) (NYSE/TSX: ABX) in partnership with Goldcorp (40%) ("Goldcorp") (NYSE: GG, TSX: G). Everton also holds through its 100%-owned subsidiary Hays Lake Gold various options consolidated land package located in the Shoal Lake area, near Kenora, Ontario. The Shoal Lake Gold Project is comprised of two significant high grade gold deposits: Duport and Cedar Island on 81.3 km2. The Company is also exploring in the Opinaca region of James Bay, Quebec where the Company has amassed one of the largest land claims adjacent to Goldcorp's Eleonore gold deposit.

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

André Audet
President & CEO
Telephone: (613) 241-2332

Item 9 Date of Report

October 5, 2010