

FORM 51-102F3
Material Change Report

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

Evergreen Gaming Corporation
15 S Grady Way #409
Renton, Washington
98499

Item 2. **Date of Material Change**

August 16, 2012

Item 3. **News Release**

A news release dated August 31, 2012 concerning the material change was forwarded to Canada Stockwatch and Market News for dissemination and was SEDAR filed with the British Columbia and Alberta Securities Commissions and the TSX Venture Exchange.

Item 4. **Summary of Material Change**

A former employee has commenced legal action against the Company.

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

A legal action has been filed against the Company in Washington State by a former officer of two Company subsidiaries. The action alleges that the individual is owed \$480,000 in unpaid compensation and other amounts arising under the individual's former employment. The action also claims double damages under a provision of Washington State law, which would bring to total claim to in excess of \$1,000,000.

The Company believes the allegations contained in the action to be without merit and asserts that the amounts claimed are offset by monies owed by the individual to the Company. The Company intends to aggressively defend itself in these proceedings.

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

N/A

Item 7. **Omitted Information**

N/A

Item 8. **Executive Officer**

The following executive officer of the Company is knowledgeable about this report and the material change disclosed herein:

Monty Harmon
President
Tel: (425) 282-4172

Item 9. **Date of Report**

September 6, 2012