

FORM 51-102F3
Material Change Report

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

Evergreen Gaming Corporation
8200 Tacoma Mall Blvd.
Lakewood, Washington
98499

Item 2. **Date of Material Change**

March 9, 2016

Item 3. **News Release**

A news release dated March 29, 2016 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**

The Company has purchased the real estate associated with the operation of its Palace and Chips Casinos, Lakewood, Washington.

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

Evergreen Gaming Corporation (the “Company”), through its subsidiary LaCenter Gaming, LLC., has acquired the land and buildings at 8200 Tacoma Mall Blvd, Lakewood, Washington, formerly leased in connection with the operation of the Palace and Chips Casinos, for US\$4.5 million. The acquisition was made pursuant to the exercise of an option to purchase contained in the original purchase agreement for the Chips Casino entered into in early 2011 with Michels Development, LLC, a company owned by Steve Michels, who subsequently became a director of the Company. The Company’s decision to acquire the property was based in part on an independent appraisal of the property, which placed a value on the property at an attractive premium to the acquisition price.

The Company has financed the purchase through Banner Bank. The Company provided a down payment of US\$1,575,000 and secured a loan of US\$2,925,000. The note carries a 4.5% initial interest rate for the first five years, and is variable after that based on the bullet rate for the 5-year FHLB Fixed Rate Advances which will only change every five years. The loan is secured by a Deed of Trust on the real property in favor of the lender, along with an assignment of rents. The loan will mature March 1, 2026.

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**

March 29, 2016