

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**

January 9, 2019

Item 3. **News Release**

A news release dated January 9, 2019 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 entered discussions with a third party that has expressed an interest in buying the Company.

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

The Company announced that it has entered discussions with a third party that has expressed an interest in buying the Company. No definitive terms have been agreed to, no formal agreements have been executed, and there can be no assurance that the discussions will be concluded, any definitive agreement will be entered into or any transaction will be consummated. The Company does not expect to provide further information or updates until a definitive agreement has been entered into or discussions between the parties have been terminated.

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:

Dawn Mangano
President & CEO
Tel: (206) 258-3250

Item 9.

Date of Report

January 14, 2019