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News Release

June 7, 2016

EARTHWORKS NORTH BAY AGREEMENT AMENDED

Earthworks Industries Inc. (the “Company”) is pleased to report that North Bay Corporation (“NB”) has signed an Amendment of the loan Agreement between the Company and NB. The Amendment was agreed to in consideration of the Company making a \$150,000 U.S. payment on the debt owing to NB.

Under the terms of the amended Agreement, the balance of \$4,850,000 U.S. will be payable over 8 years by annual payments of \$500,000 U.S. plus interest of 7% per annum. The first such payment will be due March 31, 2017.

In addition, the Company has agreed to pay to NB 50% of all equity funding that it receives between now and March 31, 2017. Such additional payments shall be credited against the next payment(s) falling due under the Agreement.

The Company will retain its option, if it has paid an additional \$850,000 U.S. to NB by November 30, 2016, to settle the balance of the money by paying an additional \$2,250,000 U.S. on or before November 30, 2016.

With the NB loan Agreement now in good standing and the Lease for its proposed integrated waste management facility in Colusa County, California reinstated, the Company will immediately undertake to update its plans for moving forward with the planning of the facility.

**For further information, contact:
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