

SECURITIES ACT

MATERIAL CHANGE REPORT

Item 1 Name and address of Company

Everest Ventures Inc.
2300-1177 West Hastings Street
Vancouver BC V6E 2K3

Item 2 Date of Material Change

May 3, 2016

Item 3 Press Release

News Release, dated May 3, 2016, disseminated via Stockwatch and Market News under section 7.1 of National Instrument 51-102

Item 4 Summary of Material Change

See attached copy of the May 3, 2016 news release.

Item 5 Full Description of Material Change

See attached copy of the May 3, 2016 news release.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Senior Officers

Charles Ross, CFO of the Issuer, is knowledgeable about the material change and this report. His business telephone number is (604) 638-5817

Item 9 Date of Report

May 3, 2016

“Charles E. Ross”
Director

EVEREST VENTURES INC.
2300 – 1177 W. Hastings Street
Vancouver, BC, V6E 2K3

May 3, 2016

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UNITED STATES*

EVEREST PROCEEDING WITH SHARE CONSOLIDATION

Everest Ventures Inc. (“**Everest**” or the “**Company**”) (EET —TSX.V) is pleased to announce that it has received TSX Venture Exchange ("Exchange") approval for a share consolidation on the basis of three pre-consolidation common shares for one post-consolidation common share (the “Consolidation”), as previously announced on March 14, 2016. The Consolidation was approved by the Board of Directors and received shareholder approval at the Annual Special and General Meeting held on April 29, 2016.

Effective at the opening on Wednesday, May 4, 2016, the common shares of Everest will commence trading on the Exchange on a post consolidated basis. The symbol will remain the same. The Company is classified as a "Mineral Exploration" company.

Currently, a total of 5,849,993 common shares in the capital of the Company are issued and outstanding. A total of 1,949,998 common shares in the capital of the Company will be issued and outstanding following the Consolidation.

**ON BEHALF OF THE BOARD OF DIRECTORS
OF EVEREST VENTURES INC.**

Per: Misha L. Andric, Director

For further information, please contact:

Everest Ventures Inc.

Telephone: 604-638-5817

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.