

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1 Name and Address of Company:

eShippers Management Ltd.
203 – 20171 92 A Avenue
Langley, B.C., V1M 3A5

ITEM 2 Date of Material Change:

April 11, 2017

ITEM 3 News Release:

A news release was distributed via GlobeNewswire and filed via SEDAR on April 11, 2017.

ITEM 4 Summary of Material Change:

Vancouver, British Columbia – eShippers Management Ltd. ("**eShippers**" or the "**Company**") (**NEX: EPX.H**) announced that it has completed the second tranche of its non-brokered private placement. Under the second tranche of the financing, eShippers issued 1,950,000 common shares at a price of \$0.12 per share for gross proceeds of \$234,000. In total, eShippers issued 7,372,165 common shares at a price of \$0.12 per share for gross proceeds of \$884,659.80 (the "**Offering**"). There were no warrants issued and no finder's fees paid in connection with the Offering. The net proceeds of the Offering will be used to reduce corporate debt and to finance the Company's ongoing review of prospective projects in the resource sector.

The Company also announced that it has completed the previously announced debt settlement with three creditors, one arm's length party and two non-arm's length parties (the "**Debt Settlement**"). The Debt Settlement resulted in an aggregate of \$184,342.28 of indebtedness being retired in consideration for the issuance of 1,536,185 common shares at a price of \$0.12 per share.

ITEM 5 Full Description of Material Change:

5.1 – Full Description of Material Change:

Reference is made to the press release attached hereto.

5.2 – Disclosure for Restructuring Transactions:

Not applicable.

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 Executive Officer:

Further information relating to this Material Change Report may be obtained from:

Leo Berezan, President

Telephone: (604) 882-5995

ITEM 9 Date of Report:

DATED as of April 11, 2017.

FOR IMMEDIATE RELEASE

ESHIPPERS COMPLETES SECOND TRANCHE OF FINANCING AND DEBT SETTLEMENT

April 11, 2017 – Vancouver, British Columbia – eShippers Management Ltd. ("eShippers" or the "Company") (NEX: EPX.H) is pleased to announce that it has completed the second tranche of its non-brokered private placement. Under the second tranche of the financing, eShippers issued 1,950,000 common shares at a price of \$0.12 per share for gross proceeds of \$234,000. In total, eShippers issued 7,372,165 common shares at a price of \$0.12 per share for gross proceeds of \$884,659.80 (the "Offering"). There were no warrants issued and no finder's fees paid in connection with the Offering. The net proceeds of the Offering will be used to reduce corporate debt and to finance the Company's ongoing review of prospective projects in the resource sector.

The Company also announces that it has completed the previously announced debt settlement with three creditors, one arm's length party and two non-arm's length parties (the "Debt Settlement"). The Debt Settlement resulted in an aggregate of \$184,342.28 of indebtedness being retired in consideration for the issuance of 1,536,185 common shares at a price of \$0.12 per share.

The Debt Settlement and Offering did not result in the creation of a new control person.

All of the common shares issued under the Offering and the Debt Settlement are subject to a four month resale restriction.

About the Company

The Company is engaged in the acquisition, exploration and development of mineral projects in the resource sector.

For additional information please contact:

ESHIPPERS MANAGEMENT LTD.

Leo Berezan

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Reader Advisory

This news release contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. In particular, forward-looking information in this press release includes, but is not limited to, statements with respect to the proposed use of proceeds from the Offering. Although we believe that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, performance or achievements. Consequently, there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the forward-looking information.

Forward-looking information is based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause the results to differ materially from those expressed in the forward-looking information include, but are not limited to: general economic conditions in Canada and globally; industry conditions, including governmental regulation and environmental regulation; failure to obtain third party consents and approvals, if and when required; the availability of capital on acceptable terms; the need to obtain required approvals from regulatory authorities; stock market volatility; competition for, among other things, skilled personnel and supplies; incorrect assessments of the value of acquisitions; geological, technical, processing and transportation

problems; changes in tax laws and incentive programs; and the other factors. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

The forward-looking information contained in this news release is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

Neither the NEX nor the 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.