

Form 51-102F3
Material Change Report

1. Name and Address of Company

Alchemist Mining Incorporated
1288 Steeple Drive
Coquitlam, BC V3E 1K2

(the “Company”)

2. Dates of Material Change(s)

April 12, 2017

3. News Release(s)

A news release was issued on April 12, 2017 and disseminated via Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Alchemist Mining announces change of directors.

5. Full Description of Material Changes

News Releases dated April 12, 2017 – See Schedule “A”

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Keith Anderson, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 786-7774.

9. Date of Report

This report is dated April 12 2017

SCHEDULE "A"
to the Material Change Report dated April 12, 2017

ALCHEMIST MINING APPOINTS PETER BORN AS DIRECTOR

Vancouver, British Columbia – (April 12, 2017) – Alchemist Mining Incorporated (CSE: AMS) (“**Alchemist**” or the “**Company**”) is pleased to announce the appointment of Mr. Peter Born as a Director of the Company, effective immediately.

Dr. Peter Born is a P. Geol. with the Association of Professional Geoscientists of Ontario and a Fellow of the Geological Association of Canada. He brings more than 30 years experience exploring and evaluating mining properties for senior and junior Canadian and American resource companies. He previously did exploration and research for sedimentary ore deposits (uranium, zinc, copper, and paleo-placer gold deposits). He holds a Ph.D. in Earth Sciences with expertise in Precambrian Sedimentary Geology, Sedimentary Ore deposits, Basin Analysis, Sedimentology, and Stratigraphy.

Mr. Born also has past experience as Senior Geologist and then Resource Geologist for Western Mining (WMC International Ltd) as well as modeling the geology/mineralization at the Aquarius mine (Timmins, Abitibi greenstone belt) for Echo Bay Mines. He worked extensively in Archean greenstone terrains throughout Canada and modeled/explored gold systems/alteration halos in both iron formation gold deposits as well as vein type deposits. As a Resource Geologist, Mr. Born dealt extensively with QA/QC issues with respect to data handling, data integrity, resource auditing, error assessment and uncertainty in generating both ore reserves and geological models. His Ph.D. thesis includes an extensive study of the geological environment for the Timmins gold camp (65 million oz. of gold). During his PhD studies he was a three time recipient of Canada's prestigious National Science and Engineering Research Council (NSERC) Post-Graduate Scholarship (1991-1993). He was one of the authors/leaders for the Geological Association of Canada Field Guide: Controls for Gold Mineralization in the Southern Abitibi Greenstone belt. Trip 3B Guidebook, (1999). He is currently working from his Ottawa-based consulting firm for select Canadian and American resource companies

The Company has accepted the resignation of John Kerr as a Director of the Company. The Company would like to thank Mr. Kerr for his services and wishes him all the best in his future endeavours.

For further info on the Company, please email kanderson7774@gmail.com.

On Behalf of the Board

Keith Anderson
Alchemist Mining Inc.
(604) 786-7774