

## MATERIAL CHANGE REPORT

### FORM 51-102F3

- Item 1. **Name and Address of Company**  
Canadian Imperial Venture Corp. (the "Company" / "CIVC")  
189 Water Street, Third Floor  
P.O. Box 6232, Stn. C  
St. John's, NL A1C 6J9
- Item 2. **Date of Material Change**  
March 18, 2013
- Item 3. **News Release**  
The news release was issued on March 18, 2013 and disseminated through Canada Newswire.
- Item 4. **Summary of Material Change**  
Canadian Imperial Venture Corp. announced that it was proceeding with the share consolidation, on the basis of ten (10) old shares for one (1) new share (the "Consolidation"), as was approved by shareholders at the Annual and Special meeting held on December 14, 2012. As a result of the Consolidation, the 519,588,361 common shares which were issued and outstanding were reduced to 51,958,838 shares. The board of directors of the Company believe that in order to facilitate access to additional financing that is required for working capital and the further exploration of the Company's property, it was necessary to effect the Consolidation.
- The effective date for the Consolidation was March 18, 2013 (the "Effective Date"). The post-Consolidation common shares of the Company commenced trading on the TSX Venture Exchange at the opening of the market on the Effective Date remaining under the symbol "CQV".
- Item 5. **Full Description of Material Change**  
See attached 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. **Executive Officer**  
For more information, please contact Gerard M. Edwards  
Telephone: (709) 739-6700.

DATED March 27, 2013.

**CANADIAN IMPERIAL VENTURE CORP.**

Per: "Gerard Edwards"

Gerard M. Edwards  
President and CEO

## **CANADIAN IMPERIAL VENTURE CORP.**

News Release

March 18, 2013

*Trading Symbol:*  
TSX Venture Exchange: CQV

### **CANADIAN IMPERIAL VENTURE CORP. PROVIDES CORPORATE UPDATE**

*St. John's, NL:* Canadian Imperial Venture Corp. ("CIVC" or the "Company") (TSXV:CQV) announces that it is proceeding with the share consolidation, on the basis of ten (10) old shares for one (1) new share (the "Consolidation"), as was approved by shareholders at the Annual and Special meeting held on December 14, 2012. As a result of the Consolidation, the 519,588,361 common shares which are currently issued and outstanding will be reduced to 51,958,838 shares. The board of directors of the Company believe that in order to facilitate access to additional financing that is required for working capital and the further exploration of the Company's property, it was necessary to effect the Consolidation.

The effective date for the Consolidation will be March 18, 2013 (the "Effective Date"). The post-Consolidation common shares of the Company will commence trading on the TSX Venture Exchange at the opening of the market on the Effective Date remaining under the symbol "CQV".

Letters of transmittal describing the process by which shareholders may obtain new share certificates representing their consolidated common shares will be mailed to the registered shareholders. Shareholders who hold their shares through a broker or other intermediary and do not have shares registered in their own name will not be required to complete a letter of transmittal. No fractional shares will be issued under the share consolidation and any fraction will be rounded down to the nearest whole number.

#### **The Company**

Canadian Imperial Venture Corp. is an independent Canadian-based resource company with interests in the following projects:

#### **Little Bear Lake Gold Property, Manitoba**

Pursuant to a farm-in agreement (announced on 30 March 2012), CIVC has the option to earn a 55% working interest in the LBL property from Carina Energy, a private mining exploration company based in Toronto, Ontario. The results from exploration work at LBL to-date (see March 4, 2013 News Release) support management's belief that the property has the potential for the discovery of a high volume, low grade open pit gold mine.

#### **Green Point Oil-in-Shale, Western Newfoundland**

Canadian Imperial Venture Corp. is a shareholder of Shoal Point Energy Limited. (SPE), a public company trading on the CNSX under the symbol SHP. Through direct ownership and a farmin agreement, SPE potentially holds approximately 720,000 gross acreage in the Green Point Shale in western Newfoundland. Shoal Point Energy also has an agreement with Black Spruce Exploration Corp. (BSE) whereby BSE can earn up to 60% of SPE's interest in all of SPE's Exploration Licences by drilling a total of 12 wells over the next 2 years. As stated by SPE, it is working with its partner, BSE to drill up to four exploration wells in western Newfoundland in 2013.

Canadian Imperial Venture Corp. currently holds 10,000,000 common shares of Shoal Point Energy Limited stock and 10,000,000 share purchase warrants. Each share purchase warrant is exercisable to acquire an additional common share of SPE at an exercise price of \$0.40 per share with an expiry date of October 25, 2013.

**CANADIAN IMPERIAL VENTURE CORP.**

*“Gerard Edwards”*

Gerard Edwards, President and CEO

Contact Information:

Canadian Imperial Venture Corp.

P.O. Box 6232, Stn. “C”  
St. John’s, NL A1C 6J9

Tel.: (709) 739-6700 / Fax: (709) 739-6605

E-mail: [info@canadianimperial.com](mailto:info@canadianimperial.com) / website: [www.canadianimperial.com](http://www.canadianimperial.com)

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ACCURACY OF THIS PRESS RELEASE.

This release includes certain forward looking statements which reflect beliefs, expectations, objectives and goals which are believed to be reasonable at the time such statements are made. Actual results could differ materially from anticipated results and may be impacted upon such factors as commodity prices, political developments, legal decisions, market and economic conditions, industry competition, the weather, changes in financial markets and changing legislation.