

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 22, 2013
- Item 3. **News Release**
The news release was issued on March 22, 2013 and disseminated through Canada Newswire.
- Item 4. **Summary of Material Change**
Canadian Imperial Venture Corp. announced a non-brokered private placement (the "Private Placement") of up to 15 million units (the "Units") at a price of \$0.05 each, to raise up to \$750,000. Each Unit consists of one common share in the capital of the Company and one non transferable share purchase warrant ("Warrant"). One whole Warrant will entitle the holder to buy an additional share in the capital of the Company for a period of two years at a price of \$0.10.
- 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 April 1, 2013.

CANADIAN IMPERIAL VENTURE CORP.

Per: "Gerard Edwards"

Gerard M. Edwards
President and CEO

NEWS RELEASE

March 22, 2013

Trading Symbol:
TSX-V: CQV

Canadian Imperial Venture Corp. Announces Private Placement

St. John's, NL – Canadian Imperial Venture Corp. (TSXV: CQV) (the “Company”) is arranging a non-brokered private placement (the “Private Placement”) of up to 15 million units (the “Units”) at a price of \$0.05 each, to raise up to \$750,000. Each Unit consists of one common share in the capital of the Company and one non transferable share purchase warrant (“Warrant”). One whole Warrant will entitle the holder to buy an additional share in the capital of the Company for a period of two years at a price of \$0.10.

Certain insiders of the Company may acquire Units under the Private Placement. Pursuant to Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”) and the Policies of the TSX Venture Exchange (“TSXV”), any such participation would be considered to be a “related party transaction” as defined under MI 61-101. The transaction will be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of any Units issued to, nor the consideration paid by, such persons will exceed 25% of the Company’s market capitalization calculated in accordance with MI 61-101.

The Company may pay finder’s fees or commissions in the private placement. The common shares sold in the private placement, any shares acquired upon exercise of the Warrants and any securities issued in payment of finder’s fees will be subject to a four-month hold period. The proceeds from the private placement will be used for working capital. The private placement is subject to regulatory acceptance.

Canadian Imperial Venture Corp. is an independent Canadian-based resource company.

CANADIAN IMPERIAL VENTURE CORP.

By: “Gerard Edwards”
Gerard M. 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 / website:
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.