

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

**Item 1. REPORTING ISSUER**

LiveReel Media Corporation (the “**Issuer**”)  
2300 Yonge Street, Suite 1710  
P.O. Box 2408  
Toronto, Ontario  
M4P 1E4

**Item 2. DATE OF MATERIAL CHANGE**

March 22, 2013.

**Item 3. PRESS RELEASE**

A press release was issued by the Issuer on March 22, 2013 via a Canadian news wire service, a copy of which has been filed on SEDAR.

**Item 4. SUMMARY OF MATERIAL CHANGE**

The Issuer appoints Henry Kneis and Michael Wekerle as directors of the Issuer and implements changes to senior management.

**Item 5. FULL DESCRIPTION OF MATERIAL CHANGE**

The Issuer announced the appointment of Henry Kneis and Michael Wekerle who join the board of directors following the resignation of Janice Barone and Diana van Vliet. The Board currently consists of three directors, Henry Kneis, Michael Wekerle and Jason Meretsky. Mr. Meretsky, the Company’s existing chief executive officer of the Company resigned and was replaced by Michael Wekerle. Steve Wilson, existing chief financial officer of the Company resigned and was replaced by Henry Kneis.

**Item 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

**Item 7. OMITTED INFORMATION**

No information has been omitted from this material change report.

**Item 8. EXECUTIVE OFFICER**

The following senior officer of the Issuer is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

Henry Kneis, Chief Financial Officer

Telephone: (416) 649-5085

Facsimile (416) 649-5099

**Item 9. DATE OF REPORT**

March 25, 2013.