

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

Item 1. REPORTING ISSUER

LiveReel Media Corporation (the “**Issuer**”)
130 King Street West, Suite 2950
Toronto, Ontario
M5X 1C7

Item 2. DATE OF MATERIAL CHANGE

June 10, 2013.

Item 3. PRESS RELEASE

A press release was issued by the Issuer on June 10, 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 Jeff Kehoe a director of the Issuer.

Item 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Issuer announced the appointment of Jeff Kehoe who joins the board of directors following the resignation of Jason Meretsky. The Board currently consists of three directors, Henry Kneis, Michael Wekerle and Jeff Kehoe.

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

June 10, 2013.