

FORM 51-102F3
MATERIAL CHANGE REPORT

CONTENT OF MATERIAL CHANGE REPORT

Name and Address of Company

Innovative Properties Inc., 404-647 Bedford Highway, Halifax, NS B3M 0A5

Date of Material Change

November 14, 2011

News Release

November 14, 2011

Summary of Material Change

New Management and Debt Settlement Plan.

Full Description of Material Change

Innovative has borrowed \$45,000.00 for working capital purposes to satisfy certain debts.

In addition, Gordon Neal and Boyd Hunter have resigned from their positions as President and Chief Executive Officer and Chief Financial Officer, respectively. The Board has elected Sonny Janda as President and Chief Executive Officer and Jamie Lewin as Chief Financial Officer. Mr. Neal will remain a director of the Corporation.

The Board announces the resignations of Directors Ronald Smith and George Findlay. The Board has elected Eugene Beukman and Sonny Janda to replace these vacancies. In addition, Jamie Lewin has been elected to the Board as the sixth Director of the Corporation.

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

Not applicable.

Omitted Information

None.

Executive Officer

Sonny Janda, Chief Executive Officer tel: 604 592 6881.

Date of Report

November 15, 2011.