

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

**ITEM 1 — Name and Address of Company**

Adira Energy Ltd. (the “Company”)  
120 Adelaide Street West  
Suite 1204  
Toronto, ON  
M5H 1T1

**ITEM 2 — Date of Material Change**

December 26, 2012

**ITEM 3 — News Release**

A news release was disseminated on December 27, 2012 through CNW Group Ltd.

**ITEM 4 — Summary of Material Change**

On December 24, 2012, the Company announced that the Ministry of Energy and Water of the State of Israel has granted an extension of the date for the execution of a drilling contract of the first well on the Yitzhak offshore licence.

**ITEM 5 — Full Description of Material Change**

On December 24, 2012, the Company announced that the Ministry of Energy and Water of the State of Israel has granted an extension of the date for the execution of a drilling contract of the first well on the Yitzhak offshore license from December 31, 2012 to June 30, 2013.

**ITEM 6 — Reliance on Section 7.1(2) of National Instrument 51-102**

N/A

**ITEM 7 — Omitted Information**

N/A

**ITEM 8 — Executive Officer**

For further information, please contact:

Alan Friedman, Executive Vice-President Corporate Development

(416) 250-1955

**ITEM 9 — Date of Report**

December 27, 2012