

**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

March 1, 2011

ITEM 3 — News Release

A press release was disseminated on March 1, 2011 through CNW Group Ltd.

ITEM 4 — Summary of Material Change

On March 1, 2011, the Company issued a press release announcing that Yael Reznik Cramer has been appointed interim Chief Executive Officer (“CEO”) of the Company, replacing Ilan Diamond, whose new position with the Company will be determined.

ITEM 5 — Full Description of Material Change

Effective March 1, 2011, Yael Reznik Cramer of the BRM Group Ltd. (“BRM”) was appointed interim CEO of the Company, replacing Ilan Diamond, whose new position with the Company will be determined at a later date. Yael Reznik Cramer is VP Business Development with BRM and a major shareholders of the Company. Yael Reznik Cramer currently sits on the boards of Backweb, Schema and the Company. She is a Certified Public Accountant in Israel and holds a B.A. degree in Accounting and Economics from the Hebrew University in Jerusalem, and an MBA from Tel-Aviv University.

A full description of the material changes are contained in the press release dated March 1, 2011, a copy of which is attached hereto as Schedule “A”.

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

March 3, 2011

SCHEDULE "A"

ADIRA ENERGY ANNOUNCES MANAGEMENT CHANGES

TORONTO, March 1, 2011 /CNW/ - ADIRA ENERGY LTD. (TSXV: ADL) (OTCBB: ADENF) (FRANKFURT: AORLB8). Adira Energy Ltd. ("Adira" or the "Company") today announced that Yael Reznik Cramer has been appointed interim Chief Executive Officer of the Company, replacing Ilan Diamond, whose new position with the Company will be determined.

Effective immediately, Ms. Reznik Cramer will assume the position as interim CEO of Adira Energy, while a search for a permanent replacement is underway. Yael Reznik Cramer is VP Business Development of BRM Group, a major shareholder of Adira Energy. Yael currently sits on the boards of Backweb, Schema and Adira Energy. She is a Certified Public Accountant in Israel and holds a B.A degree in Accounting and Economics from the Hebrew University in Jerusalem and an MBA from Tel-Aviv University.

About Adira Energy Ltd.

Adira Energy Ltd. explores for oil and gas in and offshore Israel. It has four petroleum exploration licenses; the Eitan, Gabriella, Yitzhak and Samuel Licenses. These licenses are located respectively on-shore in the Hula Valley of Northern Israel and, 10 km offshore between Netanya and Ashdod, 17 km offshore between Hadera and Netanya and adjacent to the coast between Ashkelon and Bat-Yam. The Company has an agreement to farm in to 70% the Notera license adjacent to the Eitan license.

The Company has filed an independent technical report related to the Eitan license on www.sedar.com. The report, prepared by Petrotech Engineering Ltd. is entitled "Evaluation of the Interest of Adira Energy Corp. in License No.356 EITAN in the Hula Valley, Israel", dated June 1, 2009 and is supplemented by a letter dated October 8, 2009.

Forward-Looking Statement Disclaimer

This press release includes certain statements that may be deemed "forward-looking statements". All statements in this press release, other than statements of historical facts, including those that announce proposed financings that the Company expects to complete, are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include the failure of investors who are believed to have committed to the financings to complete them as a result of general market conditions, adverse developments unique to such investors, or otherwise. Accordingly, the actual amounts raised may differ materially from those projected in the forward-looking statements. For more information on the Company, investors should review the Company's filings, available at www.sedar.com and www.sec.gov. This announcement does not constitute an offering of securities nor a solicitation to purchase securities. An offer of securities will only be made by subscription agreement and subject to applicable law.

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Ilan Diamond

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