

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

Pure Living Media Inc. (the "Company")  
509 – 207 West Hastings St  
Vancouver, BC V6B 1H7

**Item 2: Date of Material Change**

February 10, 2012

**Item 3: News Release**

A news release was issued and disseminated on February 10, 2012 through Stockwatch and Market News Publishing Inc., posted on the CNSX website and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

The Company announced has arranged a private placement of up to 8.5 million units. The private placement will consist of up to 8.5 million units at a price of 5 cents per unit for gross proceeds of \$425,000. Each unit will consist of one common share of the Company and one full share purchase warrant. Each warrant will be exercisable into one common share at a price of 10 cents for a period of two years from the date of close of the private placement. Proceeds of this Private Placement are for general working capital. Finder's and agent's fees will be paid in accordance with the policies of the CNSX.

**Item 5: Full Description of Material Change**

Please see the news release attached as Schedule "A" hereto for a full description of the material change.

**Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

For further information, please contact:  
Arndt Roehlig, President  
Telephone: (604) 569-1236

**Item 9: Date of Report**

February 10, 2012

*The Canadian National Stock Exchange has neither approved nor disapproved the contents of this news release.*



**PURE LIVING MEDIA INC**

**PURE LIVING MEDIA INC. ANNOUNCES PRIVATE PLACEMENT FINANCING**

**February 10, 2012**

**CNSX Symbol: PLV**

**Mr. Arndt Roehlig reports:**

**Vancouver, BC: Pure Living Media Inc.** (the "Company") announces has arranged a private placement of up to 8.5 million units. The private placement will consist of up to 8.5 million units at a price of 5 cents per unit for gross proceeds of \$425,000. Each unit will consist of one common share of the Company and one full share purchase warrant. Each warrant will be exercisable into one common share at a price of 10 cents for a period of two years from the date of close of the private placement. Proceeds of this Private Placement are for general working capital. Finder's and agent's fees will be paid in accordance with the policies of the CNSX.

The Private Placement remains subject to the approval of the CNSX.

On behalf of the Board of Directors:

*/s/ "Arndt Roehlig"*  
President and Director

For further information please contact:  
Arndt Roehlig  
Telephone: (604) 569-1236 or [arndt@rccapital.ca](mailto:arndt@rccapital.ca)