

**FORM 51-102F3
Material Change Report**

Item 1: Name and Address of Company

Big Rock Labs Inc. (the "Issuer")
100 College Street, Suite 531
Toronto, ON M5G 1L5

Item 2: Date of Material Change

September 19, 2014

Item 3: News Release

A news release was issued and disseminated by the Issuer on September 19, 2014 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule A hereto.

Item 4: Summary of Material Change

The Issuer announced today that Mr. Giancarlo De Lio has resigned as Chief Operating Officer of the Company, effective September 19, 2014, to pursue other opportunities.

Item 5: Full Description of Material Change

Please see the attached Schedule A.

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Harald Seemann, Chief Financial Officer, Telephone: 416.879.1989

Item 9: Date of Report

September 19, 2014

Schedule A
NEWS RELEASE

Big Rock Labs Announces Management Changes

Vancouver, BC and Toronto, ON – September 19, 2014 - Big Rock Labs Inc. (“Big Rock” or the “Company”) (CSE: BLA) (FSE: BR1) announced today that Mr. Giancarlo De Lio has resigned as Chief Operating Officer of the Company, effective September 19, 2014, to pursue other opportunities. Mr. De Lio will continue to assist the management of the Company in its ongoing product marketing initiatives and will do so in an advisory capacity.

Mr. Karl Pawlowicz, the Company's Chief Executive Officer, and Mr. Harald Seemann, the Company's Chief Financial Officer, will continue to lead the Company through the execution of its business plan and will take over Mr. De Lio's responsibilities as Chief Operating Officer. The Board of Directors of Big Rock Labs wishes to thank Mr. De Lio for his contributions during his tenure as Chief Operating Officer of the Company and looks forward to continue working with him in his new advisory role.

About the Company

Big Rock Labs (CSE: BLA) (FSE: BR1) is an emerging Canadian technology company that specializes in digital product research and development. The Company is currently developing two iPhone, iPad and Android apps to capitalize on the fast-growing sharing economy: Reach and Hostello. Big Rock has a team of expert software engineers who create disruptive products that grow organically, engage and retain users through unique experiences. The Company is led by seasoned entrepreneurs Karl Pawlowicz and Harald Seemann. In addition, Big Rock has retained experienced tech advisor and mentor Matthew Kaine, who is actively involved in the Digital Media Zone at Ryerson University and the MaRS Discovery District in Toronto. Further information is available at www.bigrocklabs.com and at www.thecse.com.

Investor and Public Relations Contact

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The CSE has not reviewed, nor approved or disapproved the content of this press release.

Forward-Looking Information

This press release may include forward-looking information within the meaning of Canadian securities legislation concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company, including future plans for development of technologies by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.