

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

October 27, 2014

Item 3: News Release

A news release was issued and disseminated by the Issuer on October 27, 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

Matthew Kaine will join the management team of Big Rock Labs as Chief Marketing Officer (CMO). He will replace Robert Tabios, who will move to an Advisor position. Jens Brandt will replace Matthew Kaine as Director and Advisor of Big Rock Labs. All management and director changes are effective as of today, October 27, 2014.

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

October 27, 2014

Schedule A
NEWS RELEASE

Big Rock Labs Announces Partnership and Keynote at GrowUP StartUP Conference in Warsaw, Poland, Adds New Chief Marketing Officer

Toronto, ON - October 27, 2014 - Big Rock Labs Inc. ("Big Rock" or the "Company") (CSE: BLA) (FSE: BR1) is excited to announce that it will be partnering with GrowUP StartUP on November 4, 2014 at the National Stadium in Warsaw, Poland. CEO Karl Pawlowicz and new CMO Matthew Kaine will be delivering a keynote speech at the event, introducing the Reach app for the first time to the European tech startup scene.

GrowUP StartUP (GUSU) is the largest two-day startup community event in Poland with over 50 guest speakers and 3000 participants. The event aims to inspire, discuss and explore opportunities for tech development in the fast growing Polish tech startup scene. Now in its second year, GUSU has partnered with the Warsaw Stock Exchange, Entrepreneurial Poland, National Centre for Research & Development, PwC, Warsaw University of Technology and most recently, Big Rock Labs.

Big Rock Labs CEO Karl Pawlowicz and new CMO Matthew Kaine will deliver their keynote speech on November 4, 2014 at 10am to thousands of attendees. Together they will discuss their professional backgrounds and tell the story of how Big Rock Labs came to produce its first app, Reach. This will be followed by a presentation of the app itself, ending with a call-to-action to download the app and "Reach Out" to others at the conference.

CEO Karl Pawlowicz commented: "We are thrilled to be a partner at this event and hope to onboard hundreds of Reach users in our two days at GUSU. This conference is an important opportunity for us. These events not only provide a great forum for connecting and discussing the latest disruptive tech trends and innovations, but Poland is a hotbed for development talent right now that we'd like to connect with."

Anyone interested in attending can RSVP for the GrowUP StartUP conference on their website:

<http://www.growupstartup.com>

Reach: Real Connections, In Real Time.

Big Rock just launched the free Reach app on Google Play for all Android devices as well as on the Apple App Store for iPhone, iPad, iPad mini and iPod touch. Reach can be downloaded here:

<http://www.thereachapp.com>

Reach is the first professional networking tool that works exclusively to help you browse, get to know and connect with professionals in the world around you. Know who is within reach and use your time more efficiently by networking with the right people.

Reach is a simple, industry agnostic and powerful tool for salespeople, marketers, HR professionals, freelancers, recruiters, entrepreneurs and those generally interested to network in a way and at a rate that was not possible before. Browse nearby LinkedIn profiles or see who is checked-in at nearby Locations and Reach Out to them. Accepting a Reach request is the same as exchanging business cards - except you choose what contact info to share.

Reach is the future of professional networking and the perfect mobile partner to millions of LinkedIn users worldwide.

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Mr. Brandt is an innovative global business leader with a solid understanding of all aspects of business development and significant achievements within the manufacturing and service industries.

CFO and Director Harald Seemann stated: "The Board of Directors welcomes Mr. Brandt. We also look forward to having Mr. Kaine as our new CMO. His large network is extremely beneficial to marketing our products, partnering with key industry players and major conferences to promote Reach."

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 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. Next to being CMO at Big Rock, he is actively involved in the Digital Media Zone at Ryerson University and the MaRS Discovery District in Toronto. Further information about Big Rock Labs is available at www.bigrocklabs.com and on the CSE website: 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.