

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

ITEM 1. REPORTING ISSUER

CASH CANADA GROUP LTD.
201, 10358 – 105 Avenue
Edmonton AB T5H 0K5
(the "Corporation")

ITEM 2. DATE OF MATERIAL CHANGE

July 17, 2009

ITEM 3. NEWS RELEASE

On July 17, 2009 Cash Canada Group Ltd. ("Cash Canada") issued a news release relating to the material change. The news release was distributed through Filing Services Canada Inc. and was filed with the Toronto Stock Exchange and the securities regulatory authorities of each of Alberta and British Columbia.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Corporation announced that it has received notice that the TSX Venture Exchange (the "Exchange") has issued a bulletin reclassifying the Company from Tier 1 to Tier 2 effective July 17, 2009.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

On July 16, 2009 Cash Canada received notice that the TSX Venture Exchange (the "Exchange") has issued a bulletin reclassifying the Corporation from Tier 1 to Tier 2 effective July 17, 2009. Pursuant to the policies of the Exchange, once an issuer has been classified as Tier 2, they must remain at Tier 2 for a minimum of 6 months prior to the Exchange accepting an application for graduation to Tier 1. To retain Tier 2 status, a Tier 2 issuer must continue to meet the applicable Tier 2 maintenance requirements, or the issuer may be put on notice to be transferred to NEX.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

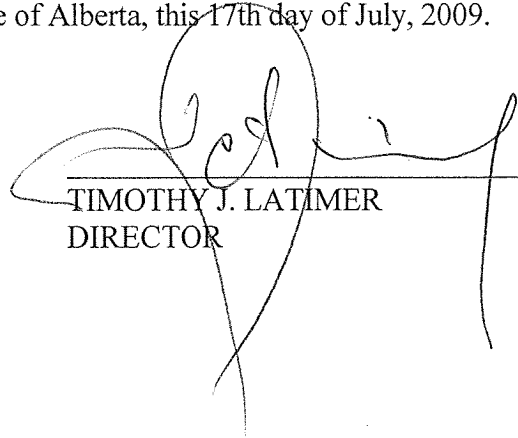
ITEM 8. SENIOR OFFICER

Tim Latimer, acting Chief Executive Officer of the Corporation, may be contacted respecting this material change at Suite 201, 10358 - 105 Avenue, Edmonton, Alberta, T5H 0K5, Telephone: (780) 909-6544.

ITEM 9. STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Edmonton, in the Province of Alberta, this 17th day of July, 2009.



TIMOTHY J. LATIMER
DIRECTOR