# FORM 51-102F3
# MATERIAL CHANGE REPORT

## Item 1 Name and Address of the Corporation

Groupe Bikini Village inc. (the "**Corporation**")
2101-A Nobel Street
Ste-Julie, Québec J3E 1Z8

## Item 2 Date of Material Change

July 14, 2014

## Item 3 News Release

A news release with respect to the material change referred to in this report was disseminated on July 14, 2014, through Marketwired.

## Item 4 Summary of Material Change

The Corporation announced the appointment of Jocelyn Dumas as Executive Chairman.

## Item 5 Full Description of Material Change

### 5.1 Full Description of Material Change

The Corporation announced that its board of directors (the "**Board**") had appointed Mr. Jocelyn Dumas as the Corporation's Executive Chairman of the Board.

Mr. Dumas will be the acting Chief Executive Officer until a new Chief Executive Officer is hired. The Board appointed Mr. Dumas to play a key role in the transformation of Groupe Bikini Village, particularly with respect to the Corporation's product offering, brand communication and capital structure.

Mr. Dumas was recently General Manager of Holt Renfrew and Ogilvy in Quebec and Chief Operating Officer of Liz Claiborne Canada. Prior to this, he held various executive management positions in Canada, the United States and Europe, including Vice-President, Business Development at Imasco Limited. Mr. Dumas holds a diploma in public accountancy and a Bachelor of Commerce from McGill University.

Mr. Dumas succeeds as Chairman to Mr. W. Scott Leckie, who will continue to serve as director of the Corporation.

Mr. Paul Delage Roberge, the Corporation's founder, is stepping down from the Board. Ms. Chantal Létourneau, who served as Interim President and Chief Executive Officer in addition to her regular function as Chief Financial Officer, will continue as Chief Financial Officer and will provide the necessary support to Mr. Dumas in his new function.

Please see attached news release for additional information.

### 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

This report is not being filed on a confidential basis.

**Item 7 Omitted Information**

None.

**Item 8 Executive Officer**

For further information, please contact Ms. Chantal Létourneau, Chief Financial Officer, Groupe Bikini Village Inc., (450) 449-1310 ext. 4335, cletourneau@bikinivillage.com.

**Item 9 Date of Report**

July 17, 2014

Groupe Bikini Village inc.

***NEWS RELEASE***

TSX symbol: GBV

**GROUPE BIKINI VILLAGE ANNOUNCES APPOINTMENT OF JOCELYN DUMAS AS EXECUTIVE CHAIRMAN**

**Sainte-Julie, Quebec, July 14, 2014 –** Groupe Bikini Village inc. (TSX: GBV) ("**Groupe Bikini Village**" or the "**Corporation**") today announced that its board of directors (the "**Board**") has appointed Mr. Jocelyn Dumas as the Corporation's Executive Chairman of the Board.

Mr. Dumas will be the acting Chief Executive Officer until a new Chief Executive Officer is hired. The Board has appointed Mr. Dumas to play a key role in the transformation of Groupe Bikini Village, particularly with respect to the Corporation's product offering, brand communication and capital structure.

Mr. Dumas was recently General Manager of Holt Renfrew and Ogilvy in Quebec and Chief Operating Officer of Liz Claiborne Canada. Prior to this, he held various executive management positions in Canada, the United States and Europe, including Vice-President, Business Development at Imasco Limited. Mr. Dumas holds a diploma in public accountancy and a Bachelor of Commerce from McGill University.

Mr. Dumas succeeds as Chairman to Mr. W. Scott Leckie, who will continue to serve as director of the Corporation. "After a thorough review of any possible strategic alternatives, the Board has determined that none of those options is as attractive as taking advantage of the opportunities inherent in the Bikini Village brand and assets. To this end, the Board is pleased to have found an experienced and skilled executive to lead the Corporation through its needed transformation. We welcome Mr. Dumas to Groupe Bikini Village as Executive Chairman", said Mr. Leckie about Mr. Dumas' appointment.

Mr. Paul Delage Roberge, the Corporation's founder, is stepping down from the Board. The Board thanks Mr. Delage Roberge for more than 30 years of services to the Corporation. The Board also thanks Ms. Chantal Létourneau for having served as Interim President and Chief Executive Officer in addition to her regular function as Chief Financial Officer. Ms. Létourneau will continue as Chief Financial Officer and will provide the necessary support to Mr. Dumas in his new function.

**About Groupe Bikini Village**

Groupe Bikini Village inc. is a leading swimwear retailer with a network of boutiques across Eastern Canada. In its inviting stores, Bikini Village helps its customers choose from among Canada's widest selection of swimwear, beachwear, travel clothing and beach accessories. Headquartered in Sainte-Julie, Quebec, Groupe Bikini Village operates 53 stores and employs approximately 400 people; its securities trade on the Toronto Stock Exchange under the stock symbol GBV. For more information about Groupe Bikini Village, please visit our website at www.bikinivillage.com.

**Forward-looking statements**

This news release contains certain forward-looking statements concerning Groupe Bikini Village inc.'s future operations, economic performance, financial conditions and financing plans. These statements are based on certain assumptions and analyses made by management in light of their experience and their perception of historical trends, current conditions and expected future developments, as well as other factors they believe are appropriate under the circumstances. However, whether actual results and developments will conform to management's expectations and predictions is subject to a number of risks, uncertainties and assumptions. Consequently, all of the forward-looking statements made in this news release are qualified by these cautionary statements, and there can be no assurance that the results or developments anticipated by management will be realized or, even if substantially realized, that they will have the expected consequences or effects on the Corporation. Management undertakes no obligation and does not intend to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as may be required under applicable law.

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***For more information, please contact:***

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