

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

PRIVA INC. (herein referred to as "Priva" or the "Company")
9100 Ray Lawson Boulevard
Anjou, Quebec
H1J 1K8

Item 2. Date of Material Change

June 1, 2007

Item 3. News Release

A press release was disseminated on June 4, 2007 via Marketwire.

Item 4. Summary of Material Change

Mr. Eric Leslie has resigned as a member of the Board of Directors of Priva.

Item 5. Full Description of Material Change

Mr. Eric Leslie has resigned as a member of the Board of Directors of Priva effective June 1, 2007.

Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not Applicable

Item 7. Omitted Information

Not Applicable

Item 8. Executive Officer

The name and business number of the executive officer of the Company who is knowledgeable about the material change and this report is:

David Horowitz, President and Chief Executive Officer of the Company at the above mentioned address or at 1-800-761-8881

Item 9. Date of Report

June 5, 2007