FORM 51-102F3
MATERIAL CHANGE REPORT

1. ***Name and Address of Company***

Broadview Press Inc.
(the "*Company*")
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2. ***Date of Material Change***

November 2, 2009

3. ***News Release***

A news release was issued on November 3, 2009 and disseminated through the facilities of MarketWire.

4. ***Summary of Material Change***

The company has negotiated a loan from Jekam Holdings Ltd. ("*Jekam*") in the amount of $572,000. The loan shall bear interest at the rate of 5% per annum, calculated and compounded annually.

The transaction was carried out on a non-arm's length basis as JoAnn McCaig, a director and significant shareholder of the Company, controls Jekam. The terms of the loan were approved by the TSX Venture Exchange.

The purpose of the loan is to provide the Company with capital to facilitate its proposal to take itself private by means to be considered and determined by the Board of Directors.

The Company is not aware of any material developments that would explain the recent significant increase in the Company's share price and trading volumes in the past two days of market trading. Preliminary results for the past quarter (and to the end of October) show results are somewhat below expectations.

5. ***Full Description of Material Change***

The Company has borrowed a total of $572,000 from Jekam Holdings Ltd. ("*Jekam*") on the following terms:

(a) the loan shall bear interest at 5%, calculated and compounded annually;

(b) the loan shall be repaid by way of monthly payments of principal and interest in the amount of $10,794.35, based on a five year term;

(c) the Company may repay all or any portion of the loan at any time without notice, bonus or penalty;

(d) the loan shall be fully secured by a promissory note and a general security agreement in favour of Jekam; and

(e) the loan is not convertible into securities of the Company.

The Company has also approved the amendment of the terms of a prior letter of intent made with JoAnn McCaig ("*McCaig*"), the sole shareholder and director of Jekam, on the 30th day of May, 2007 (the "*Letter of Intent*"), such that upon the loan being advanced, McCaig has no further obligation pursuant to the Letter of Intent to subscribe for additional shares of the Company.

The Company has provided Jekam with general security over all of the Company's present personal property and any personal property acquired in the future during the term of the loan by providing a general security agreement in favour of Jekam.

The new loan became effective October 1, 2009 and interest will accrue from the date loan proceeds were advanced, being October 8, 2009. All documents related to the loan have been signed and the loan is evidenced by a loan agreement and secured by a simple promissory note and a long form general security agreement.

The Company has outstanding bank loans with the Toronto-Dominion Bank and the Business Development Bank of Canada and has granted security in favour of such financial institutions. Thus, the security granted to Jekam shall not have first priority status, but is expected to qualify for third priority. To ensure the security granted to Jekam does not qualify for first priority status, a postponement will be provided to the Toronto-Dominion Bank.

As Jekam is a significant shareholder of the Company, and Jekam's sole shareholder and director, McCaig, is also a director of the Company, the borrowing of the funds under the loan from Jekam is a "*related party transaction*" within the meaning of Multilateral Instrument 61-101 ("*MI 61-101*") (incorporated by reference into TSX-V Policy 5.9).

The Company's purpose in taking the loan is to provide the Company with capital to facilitate its proposal to take itself private by means to be considered and determined by the Board of Directors of Broadview.

Jekam, through its investment in the loan, will be entitled to receive interest and return of the principal in priority to shareholders.

The Company's review and approval process adopted for this transaction is as follows:

(a) the Board of Directors considered the borrowing of the funds and, in particular, the appropriate interest rate to pay given market conditions, risk factors and lack of immediately available alternative sources of capital; and

(b) the Company has determined that distribution of an information circular to shareholders, preparation and distribution of a formal valuation and seeking shareholder approval of the loan issue is not necessary under MI 61-101 (including TSX-V policy 5.9 which incorporates such policy by reference) because:

(i) the transaction, being a simple loan transaction (with no securities being issued), does not fall within the types of transactions listed in paragraphs of (a) - (g) of the definition of related party transaction for which MI 61-101 would require a formal valuation,

(ii) as the loan was made on reasonable commercial terms that are not less advantageous to the Company (as compared to a loan that might be obtained from a person dealing at arm's length to the Company), and since the loan is not convertible into equity and is not repayable with equity, the loan transaction falls within an exemption to the minority approval requirements described in section 5.7(1)(f) of MI 61-101, and

(iii) the disinterested directors of the Company (i.e. those other than McCaig) have all approved the transaction.

The Company is not aware of any material developments that would explain the recent significant increase in the Company's share price and trading volumes in the past two days of market trading. Preliminary results for the past quarter (and to the end of October) show results are somewhat below expectations.

6. ***Reliance on subsection 7.1(2) of NI 51-102***

Not applicable

7. ***Omitted Information***

None

8. ***Executive Officer***

For further information, please contact Don LePan, President, Telephone (403) 232.1443.

9. ***Date of Report***

November 3, 2009