Form 51-102F3
Material Change Report

1. Name and Address of Company

eMedia Networks International Corp.
207, 1965 West 4th Avenue
Vancouver, BC V6J 1M8

2. Date of Material Change

May 15, 2013

3. News Release

May 16, 2013 via Marketwire

4. Summary of Material Change

eMedia Networks International Corp. announced the TSX Venture Exchange has accepted for filing the asset purchase agreement between the Company and Stingray 360 Commercial Solutions Inc. pursuant to which Stingray will acquire the Company's Canadian commercial accounts for a cash transaction price of $2,027,879 (subject to adjustment).

5. Full Description of Material Change

eMedia Networks International Corp. announced the TSX Venture Exchange has accepted for filing the asset purchase agreement between the Company and Stingray 360 Commercial Solutions Inc. pursuant to which Stingray will acquire the Company's Canadian commercial accounts for a cash transaction price of $2,027,879 (subject to adjustment). The Company had previously announced the transaction on May 1, 2013. The timing of the transaction is opportune for growth in new markets including in-store messaging and on-hold messaging services, and the emergence of new and competitive technologies will facilitate expansion into new territories worldwide.

6. Reliance of subsection 7.1(2) of National Instrument 51-102

N/A

7. Omitted Information

N/A

8. Executive Officer

Darren Reiter, CEO
Telephone: 1-604-742-3344

9. Date of Report

May 16, 2013