DVD INVESTMENTS LIMITED

MATERIAL CHANGE REPORT
FORM 51-102F3

1. **Reporting Issuer**

   DVD Investments Limited
   309, 155 Rexdale Boulevard
   Toronto, Ontario, M9W 5Z8

2. **Date of Material Change**

   June 6, 2006

3. **Press Release**

   DVD Investments Limited (the "Corporation") issued a press release with respect to the material change described below on June 6, 2006.

4. **Summary of Material Change**

   The Corporation completed a private placement offering by issuing 1,428,573 common shares at a price of \$0.35 per share for gross proceeds to the Corporation of \$500,000.55.

5. **Full Description of Material Change**

   The material change is fully described in the press release attached hereto as Schedule "A".

6. **Confidentiality of Material Change Report**

   Not applicable.

7. **Omitted Information**

   Not applicable.

8. **Senior Officer**

   The senior officer who can answer questions regarding this report is Mr. Nick Tsimidis, Chief Executive Officer. Mr. Tsimidis can be reached at (416) 742-5600.

9. **Statement of Senior Officer**

   The foregoing accurately discloses the material change referred to herein.

SIGNED the 7th day of June, 2006 at Toronto, Ontario.

(signed) " Nick Tsimidis"
Chief Executive Officer

Schedule "A"

DVD INVESTMENTS LIMITED - PROPOSED PRIVATE PLACEMENT

TSX Venture (NEX) symbol: DVD.H
Issued Shares: 3,362,300
Closing Price: June 6, 2006: $0.45

June 6, 2006, Toronto, ON: Nick Tsimidis, CEO and Director of DVD Investments Limited (**TSX Venture (NEX): DVD.H**) (the "Company") is pleased to announce that the non-brokered private placement, announced on May 29, 2006, of 1,428,573 common shares of the Company for gross proceeds of $500,000 has closed. This proposed transaction is subject to approval from the TSX Venture Exchange.

For further information, please contact Nick Tsimidis at (416) 742-5600.

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OF THIS PRESS RELEASE.