FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company:

COASTAL CONTACTS INC.
#320 - 2985 Virtual Way
Vancouver, B.C.
V5M 4X7

2. Date of Material Change:

The material change described in this report occurred on May 18, 2010.

3. News Release:

On May 18, 2010, Coastal Contacts Inc. (the "**Company**" or "**Coastal**") issued a news release through the facilities of Globe Newswire.

4. Summary of Material Change:

The Company announced it has commenced legal action against Mr. Daniel Muhlbach, one of Coastal's current directors. Particulars of the allegations are set out in a Statement of Claim filed with the B.C. Supreme Court.

5. Full Description of Material Change:

See attached news release appended to this report.

6. Reliance on Confidential Filing Provisions:

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer:

The following executive officer of the Company is knowledgeable about the material change and this report and may be contacted by any of the securities commissions respecting the material change and this report:

Terry Vanderkruyk
Vice President, Corporate Development
Telephone: (604) 676-4498

9. Date of Report:

May 19, 2010.

FOR IMMEDIATE RELEASE
May 18, 2010

TSX Symbol: **COA**
NASDAQ OMX**: COA**

Coastal Contacts Inc.

COASTAL CONTACTS FILES STATEMENT OF CLAIM AGAINST CURRENT DIRECTOR

VANCOUVER, British Columbia – Coastal Contacts Inc. (TSX: COA) (NASDAQ OMX: COA) ("Coastal" or, the "Company") today announced it has commenced legal action against Mr. Daniel Muhlbach, one of Coastal's current directors.

The action is in respect to Mr. Muhlbach's conduct relating to Coastal's wholly-owned Swedish subsidiary, LensLogistics AB (Lensway), of which he was previously the CEO and a director. Particulars of the allegations are set out in a Statement of Claim filed today with the British Columbia Supreme Court and include, among other things, breach of fiduciary duties and failure to act honestly and in good faith with a view to the best interests of Coastal.

The remedies being sought from the Court include general, special and punitive damages and an order that Mr. Muhlbach be removed as a director of Coastal.

About Coastal Contacts

Coastal Contacts Inc. is the world's leading direct-to-consumer vision products company which designs, produces and distributes a diversified offering of contact lenses and eyeglasses. Coastal's unique combination of branded and private label products represent quality, value and above all, service. Coastal sells into more than 150 countries through proprietary web properties which reflect the culture and consumer preference of the target market. As new markets for eyeglasses and contact lenses evolve, Coastal is positioned to become the vision product consumer's retailer of choice owing to its compelling value proposition combining value and service. A leader in many of its markets, Coastal is rapidly advancing toward its goal of becoming the "World's Optical Store".

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For Further Information:

Terry Vanderkruyk
Vice President, Corporate Development
(604) 676-4498
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Forward Looking Statements

All statements made in this news release, other than statements of historical fact, are forward-looking statements. The words “may”, “would”, “could”, “will”, “intend”, “plan”, “anticipate”, “believe”, “estimate”, “expect”, “goal”, “target”, “should,” “likely,” “potential,” “continue,” “project,” “forecast,” “prospects,” and similar expressions typically are used to identify forward-looking statements.

Forward-looking statements are based on the then-current expectations, beliefs, assumptions, estimates and forecasts about our business and the industry and markets in which we operate. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict.

Persons reading this news release are cautioned that forward-looking statements or information are only predictions, and that our actual future results or performance may be materially different due to a number of factors. Reference should also be made to the section entitled “Risk Factors” contained in our most recently filed Annual Information Form dated January 29, 2010 and in the NASDAQ OMX Stockholm listing prospectus dated October 14, 2009, as filed on Sedar and with the Swedish Financial Supervisory Authority, for a detailed description of the risks and uncertainties relating to our business. These risks, as well as others, could cause actual results and events to vary significantly. Accordingly, readers should not place undue reliance on forward-looking statements and information, which are qualified in their entirety by this cautionary statement. These forward-looking statements are made as of the date of this news release and we expressly disclaim any intent or obligation to update these forward-looking statements, unless we specifically state otherwise and except as required by applicable law.