

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Family Memorials Inc.
1415 Victoria Avenue E.
Thunder Bay, ON P7C 1C4

Item 2 Date of Material Change

June 3, 2009

Item 3 News Release

The Corporation issued its press release on June 4, 2009

Item 4 Summary of Material Change

The Corporation closed its non-brokered private placement and the TSX Venture Exchange has accepted the filing documentation in respect to same.

Item 5 Full Description of Material Change

See attached June 4, 2009 Press Release.

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

n/a

Item 7 Omitted Information

n/a

Item 8 Executive Officer

To obtain further information, contact Scott Kellaway, President and Chief Executive Officer of the Corporation at (807) 577-6463.

Item 9 Date of Report

June 5, 2009



Family Memorials Inc. Closes Private Placement

Thunder Bay, Ontario (June 4, 2009) – Family Memorials Inc. (TSXV: FAM) (“Family Memorials” or the “Corporation”) announces that it has closed its non-brokered private placement (the “Private Placement”) of 5,000,000 Common Shares of the Corporation at a price of \$0.05 per share, for gross proceeds of \$250,000. Certain Insiders of the Corporation participated in the Private Placement through their purchase of an aggregate of 800,000 Common Shares. Blackmont Capital Inc. was issued 50,000 Common Shares as a finder’s fee. Proceeds from the Private Placement will be used for the Corporation’s working capital. All Common Shares issued pursuant to the Private Placement are subject to a four month hold period expiring September 29, 2009.

About Family Memorials

Family Memorials is in the business of consolidating retail businesses selling granite monuments for placement on individual cemetery lots. Family Memorials has seven Canadian sales outlets and carries on business through its wholly-owned subsidiaries, Grajack Industries Ltd. in Belleville, Ontario, R.H. Verduyn Granite Co. Ltd. in Peterborough, Ontario, Barber Monuments Ltd., in St. Catharines, Ontario, and Somerville Memorials Ltd. in Calgary, Alberta; and under the Family Memorials banner in Brandon, Manitoba, and Regina, Saskatchewan, and in Swan River, Manitoba through its exclusive agent, Heritage Memorial Gardens.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

FOR FURTHER INFORMATION, PLEASE CONTACT:

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