Form 51-102F3
Material Change Report

1. Name and Address of Company

RepeatSeat Ltd.
6th Floor, 630 – 8th Avenue S.W.
Calgary, Alberta, T2P 1G6

2. Date of Material Change

October 6, 2006

3. News Release

October 12, 2006 via CCNMatthews

4. Summary of Material Change

RepeatSeat Ltd. (“RepeatSeat”) announced Private Placement Closing.

5. Full Description of Material Change

RepeatSeat Ltd. (TSXV: RPS), is pleased to announce that it closed a non-brokered Private Placement financing (the “Placement”) and issued 2,618,750 Units at $0.30 per Unit for gross proceeds of $785,625, subject to regulatory approval. Each Unit will consist of one Common Share (“Common Share”) and one half of one Common Share purchase warrant (“Warrant”). Each whole Warrant shall be exercisable for a period of two years from the date of issue and shall entitle the holder thereof, upon payment of the exercise price of $0.70, to acquire one additional Common Share. The Units will be subject to a four-month hold period.

The use of proceeds from the Placement will be for general working capital and marketing expansion activities.

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

N/A

7. Omitted Information

N/A

8. Executive Officer

George Davidson, President and CEO
Telephone: 403-716-2275

9. Date of Report

October 12, 2006