

**MATERIAL CHANGE REPORT
FORM 51-102F3**

Item 1 - Reporting Issuer

Eloda Corporation ("**Eloda**" or the "**Corporation**")
424 rue Saint-François-Xavier
Montréal (Québec) H2Y 2S9

Item 2 - Date of Material Change

August 28, 2007.

Item 3 - Press Release

A press release was issued on August 28, 2007, copy of which is attached hereto.

The press release was distributed through CNW Telbec and filed with securities regulatory authorities in the provinces of Alberta and British Columbia.

Item 4 - Summary of Material Change

Eloda appointed François Rainville as President and Chief Executive Officer.

Item 5 - Full Description of Material Change

Eloda has appointed Mr. François Rainville as President and Chief Executive Officer of the Corporation. Eloda founders Jean-François Pouliot and Jean Charles Dupuis, as well as the board of directors, chose Mr. Rainville for his expertise in commercializing IT solutions and are confident that he will successfully execute on the business plan and specifically on its focus at marketing Eloda products in the United States.

François Rainville was CEO of PRIMA, a company he acquired in 1992. Under his tenure, the company became a recognized North American leader in the integration of advanced Contact Center solutions. In 2000, PRIMA merged with Mediasoft and became Elix. He led Elix until its acquisition by Bell Canada in May 2004 and the creation of BCE Elix. Until May 2007, François Rainville bolstered BCE Elix's sales organization, orchestrated an expansion in the Ontario and U.S. markets, positioned BCE Elix's contact center product portfolio, strengthened the company's key business partnerships while delivering record sales for BCE Elix.

François Rainville also sat on numerous boards of directors, was involved in fundraising campaigns, and received distinctions such as the Caldwell Partners "Top 40 under 40" award, the Junior Chamber of Commerce's "Young Entrepreneur of the Year", and La Presse's nomination as "Personality of the Week."

The Corporation has agreed to grant pursuant to the corporation's stock option plan to 9066-0309 Québec inc., a company wholly-owned by Mr. Rainville, 1,000,000 options at an exercise price of \$0.31 per share and expiring on July 31, 2012.

Mr. Rainville's appointment will become effective on September 1, 2007. The founders will continue to play an active role on the board of directors of Eloda.

Item 6 - Confidentiality of information

This report is not being filed on a confidential basis.

Item 7 - Omitted Information

N/A

Item 8 - Executive Officer

Inquiries in respect of the material change referred to herein may be made to:

Mr. François Rainville
President and Chief Executive Officer
Eloda Corporation
Tel.: (514) 842-1513 / 1-866-842-1513
Fax: (514) 842-4588 / 1-888-842-4002

Item 9 - Date of Report

September 7, 2007.



**News Release
Immediate Release**

**ELODA MANAGEMENT APPOINTS NEW PRESIDENT AND CEO
TO STRENGTHEN ITS POSITION IN THE AMERICAN MARKET**

Montreal, August 28, 2007 – Eloda Corporation (“**Eloda**” or the “**Company**”) (TSX-V: ELA) is proud to announce today the appointment of Mr. François Rainville as president and CEO of the Company. Eloda founders Jean-François Pouliot and Jean Charles Dupuis, as well as the board of directors, chose Mr. Rainville for his expertise in commercializing IT solutions and are confident that he will successfully execute on the business plan and specifically on its focus at marketing Eloda products in the United States.

François Rainville was CEO of PRIMA, a company he acquired in 1992. Under his tenure, the company became a recognized North American leader in the integration of advanced Contact Center solutions. In 2000, PRIMA merged with Mediasoft and became Elix. He led Elix until its acquisition by Bell Canada in May 2004 and the creation of BCE Elix. Until May 2007, François Rainville bolstered BCE Elix’s sales organization, orchestrated an expansion in the Ontario and U.S. markets, positioned BCE Elix’s contact center product portfolio, strengthened the company’s key business partnerships while delivering record sales for BCE Elix.

François Rainville also sat on numerous boards of directors, was involved in fundraising campaigns, and received distinctions such as the Caldwell Partners “Top 40 under 40” award, the Junior Chamber of Commerce’s “Young Entrepreneur of the Year”, and La Presse’s nomination as “Personality of the Week.”

“We are very happy to have François Rainville take the helm of Eloda and we’re confident that his leadership will help us accelerate our development in the U.S. and reach our upcoming business objectives,” said Jean-François Pouliot and Jean Charles Dupuis. “We, and the board of directors, will give François Rainville all the support he needs to ensure Eloda’s success,” added the Company’s founders.

The Company has agreed to grant pursuant to the company’s option plan to 9066-0309 Quebec inc., a company wholly owned by Mr. Rainville, 1,000,000 options at an exercise price of \$0.31 per share and expiring on July 31, 2012. Mr. Rainville’s appointment will become effective on September 1st, 2007. The founders will continue to play an active role on the board of directors of Eloda.

About Eloda Corporation

Eloda Corporation is an independent third party providing a suite of innovative, effective and user-friendly measurement and validation tools for the advertising industry. Using its technology, Eloda is the first company to offer a new generation of capture-index-verify applications that allow for occurrence proof-of-performance without the traditional need for pre-encoding. Founded in 2000, the company is headquartered in Montreal, with sales offices in Toronto, New York and Chicago with a U.S. operations center in Parsippany, New Jersey. The company offers its TV ad proof-of-performance services to advertisers and agencies in both Canada and the United States. Eloda Corporation's securities are traded on Canada's TSX Venture Exchange under the symbol ELA.

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release.

- 30 -

For further information, please contact :

Sonia Ferland
Eloda Corporation
Communications Coordinator
Telephone : (514) 842-1513
FAX : (514) 842-4588
Email : invest@eloda.com