FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

iLOOKABOUT CORP. (the “Company”)
383 Richmond Street, Suite 408
London, ON N6A 3C4

2. Date of Material Change

January 21, 2013

3. News Release

A News Release dated January 21, 2013 was released via Marketwire.

4. Summary of Material Change

Subject to TSXV approval, iLOOKABOUT Corp. (the “Issuer”) announced the closing of a non-brokered private placement with Gary Yeoman of 1,481 Units of securities (“Units”), each Unit consisting of 3,000 common shares, 1,000 Series H Warrants, 1,000 Series I Warrants and 1,000 Series J Warrants, each Warrant entitling the holder thereof to purchase one common share at a price of $0.15. The subscription price for each Unit is $337.50. The Series H Warrants will expire 3 years less a day from the date of issuance, the Series I Warrants will expire 4 years less a day from the date of issuance, and the Series J Warrants will expire 5 years less a day from the date of issuance or, in each case, if earlier, all will expire on the date fixed by the Board of Directors of the Corporation as the “Required Date”, being the last day upon which any warrants may be exercised prior to and in contemplation of the sale of all or substantially all of the assets of the Corporation or the closing of a take-over bid, insider bid, issuer bid or business combination involving a majority of the issued and outstanding Common Shares of the Corporation.

In addition the applicable regulatory hold period, the Common shares to be issued will be subject to contractual hold periods such that ¼ of such Common Shares cannot be traded for 6 months, 12 months, 18 months and 24 months respectively unless otherwise agreed by the Issuer.

The issuance of the Units and the underlying common shares and warrants remains subject to TSXV approval.

5. Full Description of Material Change

See attached news release.

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

The Company is not relying on Subsection 7.1(2) of National Instrument 51-102.

7. Omitted Information

No information has been omitted on the basis that it is confidential information.

8. Executive Officer

The following senior officer is knowledgeable about the Material Changes and the report:

Jeff Young, President and Chief Executive Officer, Tel: 519-671-2188

9. Date of Report

January 21, 2013.