

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Indigo Sky Capital Corp.
Suite 1200 - 999 West Hastings Street
Vancouver, BC V6C 2W2

Item 2. Date of Material Change

April 15, 2011

Item 3. News Release

A news release was issued at Vancouver, B.C. on April 15, 2011 and disseminated via Stockwatch

Item 4. Summary of Material Change

The Company has entered into a letter of intent (the "LOI") dated April 8, 2011 with Gatekeeper Systems, Inc. ("Gatekeeper") to purchase all of the issued and outstanding common shares of Gatekeeper or otherwise complete a business combination with Gatekeeper (the "Acquisition"). The Acquisition, an arm's length transaction, does not require shareholder approval and is intended to be the Company's Qualifying Transaction under the policies of the TSX Venture Exchange ("TSXV").

Item 5. Full Description of Material Change

Please see the Company's news release dated April 15, 2011 which is available at www.sedar.com

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

Not applicable.

Item 7. Omitted Information

None

Item 8. Executive Officer Knowledgeable About This Report

Name of Executive Officer: John Oness, Director

Telephone Number: (604) 648-1423

Item 9. Date of Report

April 15, 2011