FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

NATURALLY SPLENDID ENTERPRISES LTD.
Suite 605, 1166 Alberni Street
Vancouver, BC V6E 3Z3

Item 2. Date of Material Change

November 1, 2013

Item 3. News Release

The news release was issued on November 4, 2013 and was disseminated by Marketwired.

Item 4. Summary of Material Change

On November 1, 2013, Naturally Splendid Enterprises Ltd. (the "Company") completed its private placement financing announced on September 27, 2013 by issuing a total of 2,802,654 units ("Units") for gross proceeds of $490,465.

Item 5. Full Description of Material Change

On November 1, 2013, the Company completed its private placement financing announced on September 27, 2013 by issuing a total of 2,802,654 Units for gross proceeds of $490,465.

Each Unit is comprised of one common share of the Company and one common share purchase warrant ("Warrant"), with each Warrant entitling the holder to purchase one additional common share at $0.25 per share for a period of two years from the date of the issue. The Company will have the right to accelerate the expiry date of the Warrants if, at any time, the volume weighted average price of the Company's common shares is equal to, or greater than $0.35 for 10 consecutive trading days. In the event of acceleration, the expiry date will be accelerated to a date that is 30 days after the Company issues a news release announcing that it has elected to exercise this acceleration right.

In connection with the proceeds raised under the private placement, the Company paid finders cash commissions totaling $20,150 and issued a finder 98,000 non-transferable warrants. Each finder's warrant is exercisable on the same terms as the Warrants described above.

The securities issued under the financing will be subject to a hold period expiring on March 2, 2014 pursuant to applicable Canadian securities laws and the rules of the TSX Venture Exchange**.**

Proceeds of the Offering will be used for product development as well as for general working capital and corporate purposes.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. **Executive Officer**

Chuck Jenkins
Chief Financial Officer
(604) 685-6375

Item 9. **Date of Report**

November 4, 2013