

OSF INC.
MATERIAL CHANGE REPORT

Name and Address

OSF Inc.
650 Barmac Drive
Weston, Ontario
M9L 2X8

Date of Material Change

November 10, 1999

Press Release

A copy of the press release issued on November 10, 1999 is attached as Schedule "A" to this material change report.

Summary of Material Change

A summary of the material change is set forth in the attached press release.

Full Description of Material Change

A full description of the material change is set forth in the attached press release.

Confidentiality

Not Applicable.

Omitted Information

Not Applicable.

Senior Officer

Joe Chaulk is knowledgeable and may be contacted at (416) 749-7700 about the material changes described herein.

Statement of Senior Officer

The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto, Ontario this 11th of November, 1999.

OSF INC.

“Joe Chaulk”

Chief Financial Officer

Schedule “A”

OSF INC.

November 10, 1999 (Toronto) – OSF Inc. announced that it has received notice from Royal Laser Tech Corporation that Royal Laser intends to make a share exchange take-over bid for the common shares of OSF. At a meeting of OSF’s directors held earlier today, the directors reaffirmed the mandate of the Independent Committee of directors, comprised of Robert Breakstone and Gordon Eberts, to consider transactions which are in the best interests of OSF which will include reviewing Royal Laser’s share exchange offer when it is made. The Independent Committee will receive further financial advice to assist it.

For further information, contact:

Joe Chaulk
(416)749-7700