

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

Item 1 Name and Address of Company

Promatek Industries Ltd. (the “Corporation”)
8390 Mayrand
Montreal, Quebec
H4P 2C9

Item 2 Date of Material Change

November 5, 2007

Item 3 News Release

A news release in respect of the material change was issued on November 5, 2007. A copy of the Corporation’s November 5, 2007 news release is attached as Schedule “A”.

Item 4 Summary of Material Change

The Corporation received shareholders approval of the privatization of the Corporation.

Item 5 Full Description of Material Change

The press release attached as Schedule “A”, issued on November 5, 2007, contains a full description of the material change.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Further information can be obtained from Mark Levine, President and Chief Executive Officer of the Corporation, at (514) 737-7747.

Item 9 Date of Report

November 5, 2007.