FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Enablence Technologies Inc.
390 March Road, Suite 119
Ottawa, Ontario K2K 0G7

2. Date of Material Change

December 17, 2013

3. News Release

Attached as Schedule A is a copy of the news release issued by Enablence Technologies Inc. ("Enablence" or the "Company") on December 19, 2013 via Marketwire in Canada.

4. Summary of Material Change

On December 17, 2013, at its Annual General and Special Meeting of Shareholders, the Company announced the new Board of Directors and the appointment of Tao (Todd) Zhang as the Company's new Chief Financial Officer. Two new Directors were added to the Board, Shengyin (Kevin) Zhu and Jim Seto. Louis De Jong was appointed Chair of the Board, taking over from John Roland.

5. Full Description of Material Change

On December 17, 2013, at its Annual General and Special Meeting of Shareholders, the Company announced the new Board of Directors and the appointment of Tao (Todd) Zhang as the Company's new Chief Financial Officer. Two new Directors were added to the Board, Shengyin (Kevin) Zhu and Jim Seto. Louis De Jong was appointed Chair of the Board, taking over from John Roland.

As a result, the board is now comprised of seven directors as follows: Louis De Jong, who has been appointed Chair of the Board taking over from John Roland, John Roland, Jacob Sun, who is the Company's Chief Executive Officer, Jim Seto, Zhiyin Gao, Tao (Todd) Zhang, who is the Company's Chief Financial Officer, and Shengyin (Kevin) Zhu. Messrs. Gao, Zhang and Zhu are nominees of China TriComm Ltd.

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

Not applicable.

7. Omitted Information

Not applicable.

8. **Executive Officer**

Louis De Jong
Chairman of the Board of Directors
Enablence Technologies Inc.
390 March Road, Suite 119
Ottawa, Ontario K2K 0G7
Telephone: 1 613 656 2850

9. **Date of Report**

December 23, 2013

Enablence

Schedule A

Enablence Technologies Inc. Announces New Board Members and Management Appointment

Ottawa, Canada – December 19, 2013 - Enablence Technologies Inc. ("Enablence" or the "Company") (TSXV: ENA), a leading supplier of optical components and subsystems for access, metro and long-haul markets, held its Annual General and Special Meeting of Shareholders yesterday and is pleased to announce the new board of directors and appointment of Tao (Todd) Zhang, as the Company's new Chief Financial Officer.

Two new directors were added to the board, Shengyin (Kevin) Zhu and Jim Seto. As a result, the board is now comprised of seven directors as follows: Louis De Jong, who has been appointed Chair of the Board taking over from John Roland, John Roland, Jacob Sun, who is the Company's Chief Executive Officer, Jim Seto, Zhiyin Gao, Tao (Todd) Zhang, who is the Company's Chief Financial Officer, and Shengyin (Kevin) Zhu. Messrs. Gao, Zhang and Zhu are nominees of China TriComm Ltd.

"We are very pleased to have Kevin and Jim join the Board," said Louis De Jong, Chairman, Enablence Technologies Inc. "their considerable industry experience will be very beneficial to Enablence. I would also like to thank John Roland for his strong leadership of the Board over the past two years and I look forward to continuing to work with him and the rest of the Directors in helping Enablence reach its considerable potential."

About Enablence Technologies Inc.

Enablence is a publicly traded company that designs, manufactures and sells optical components and subsystems to a global customer base. It utilizes its patented technologies, including planar lightwave circuit ("PLC") intellectual property, in the production of an array of photonic components and broadband subsystems that deliver a key portion of the infrastructure for current and next-generation telecommunication systems. The Company's product lines address all three segments of optical networks: access - connecting homes and businesses to the network; metro - communication rings within large cities; and long-haul - linking cities and continents. For more information, visit www.enablence.com.

Forward-looking Statements

This press release may contain forward-looking statements regarding future sales and growth, funding of ongoing operations based on current expectations, forecasts and assumptions which involve risks and uncertainties associated with our business and the economic environment in which the business operates. All such statements are made pursuant to the 'safe harbour' provisions of, and are intended to be forward-looking statements under, applicable Canadian securities legislation. Any statements contained herein that are statements of historical facts may be deemed to be forward-looking statements. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. We caution our readers of this press release not to place undue reliance on our forward looking statements as a number of factors could cause actual results or conditions to differ materially from current expectations. Please refer to the risks set forth in the Company's continuous disclosure documents that can be found on SEDAR www.sedar.com. Enablence does not intend, and disclaims any obligation, except as required by law, to update or revise any forward looking statements whether as a result of new information, future events or otherwise.

For further information contact:

Enablence Technologies Inc.

Louis De Jong
Chairman of the Board
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