FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

ACCELRATE POWER SYSTEMS INC.
(the "*Company*")
Suite 1370, 1140 West Pender Street
Vancouver, B.C.
V6E 4G1

Item 2. Date of Material Change

November 9, 2007

Item 3. Press Release

Date of Issuance: November 9, 2007
Place of Issuance: Vancouver, British Columbia
Method of Dissemination: CCN Matthews

Item 4. Summary of Material Change

On November 9, 2007, the Company announced that the number of units to be sold in a private placement announced on October 11, 2007, has been increased from 460,000 units to approximately 1.3 million units at the price of $0.18 per Unit, to raise gross proceeds of approximately $233,000.

Item 5. Full Description of Material Change

AccelRate Power Systems ("AccelRate"), the technology leader in "High-Speed" battery chargers, announced the private placement of 460,000 units previously outlined in a news release dated October 11, 2007, has been increased to approximately 1.3 million units at $0.18 per unit, which increases the gross proceeds to approximately $233,000. Each Unit will consist of one common share and one-half non-transferable share purchase warrant. Each whole warrant will be exercisable to acquire one additional common share of the Company for $0.22, for up to one year after closing.

The additional funds will be used for working capital purposes.

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 Officers

For further information contact:

Mr. Reimar Koch, President and CEO
Tel: 604.688.8656

Item 9. Date of Report

DATED at Vancouver, British Columbia this 11th day of October, 2007.

ACCELRATE POWER SYSTEMS INC.

Per: *"Caspar Koch"*
(Authorized Signatory)

Caspar Koch, Chairman and CFO
(Print Name and Title)