

51-102F3 Material Change Report

Item 1 Name and Address of Company

LEGEND POWER SYSTEMS INC.
8618 Commerce Court
Burnaby, BC V5A 4N6

Item 2 Date of Material Change

October 6, 2008

Item 3 News Release

News Released dated October 6, 2008, see attachment
Distributed via CNW Newswire (Canadian Content Distribution) and filed on SEDAR

Item 4 Summary of Material Change

Legend Power Systems Inc. engages new Investor Relations firm in Ontario and amends existing contract with British Columbian Investor Relations firm

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Legend Power Systems Inc. retained Pro-Edge Consultants Inc. to further build its investor relations program. Pro-Edge is an international investor relations services solution provider based in Toronto, Ontario, representing public companies since 2001. Pro-Edge will perform a variety of investor relations duties, including introduction of Legend Power's programs and projects to the investment community, and increasing Legend Power's exposure to retail brokers, institutional investors and fund managers.

Pro-Edge will receive a fee of \$5,000 per month for a period of twelve months and a grant of 100,000 common share options under the Company's 10 per cent rolling Stock Option Plan at \$1.25 per share. The options will mature in two years and vest in equal quarterly tranches over a twelve month period.

The existing consulting agreement with Living Communications Inc., an investor relations firm based in Vancouver, B.C., announced on July 7, 2008, will be reduced to a monthly retainer fee of \$2,000 per month and a grant of 25,000 common share options under the Company's 10 per cent rolling Stock Option Plan at \$1.25 per share. The options will mature in two years and vest in equal quarterly tranches over a twelve month period.

The agreements with the stock option grants are subject to the approval of the TSX Venture Exchange.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Gerry Gill
Chairman & CEO
ggill@legendpower.com
604-420-1500

Ginny Morgan
Corporate Development Manager
gmorgan@legendpower.com
604-420-1500

Item 9 Date of Report

October 15, 2008



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Legend Power Systems Inc. Engages Pro-Edge Consultants Inc. for Investor Relations

Burnaby, British Columbia – October 6, 2008 – Legend Power Systems Inc. (TSX.V: LPS) ("Legend Power" or "the Company") is pleased to announce that it has retained Pro-Edge Consultants Inc. to further build its investor relations program. Pro-Edge is an international investor relations services solution provider based in Toronto, Ontario, representing public companies since 2001. Pro-Edge will perform a variety of investor relations duties, including introduction of Legend Power's programs and projects to the investment community, and increasing Legend Power's exposure to retail brokers, institutional investors and fund managers.

Pro-Edge will receive a fee of \$5,000 per month for a period of twelve months and a grant of 100,000 common share options under the Company's 10 per cent rolling Stock Option Plan at \$1.25 per share. The options will mature in two years and vest in equal quarterly tranches over a twelve month period.

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The agreements with the stock option grants are subject to the approval of the TSX Venture Exchange.

Gerry Gill, Chairman and CEO of Legend Power Systems Inc. commented, "I am very pleased to welcome Pro-Edge in joining the Legend Power team. Legend Power is embarking on a new growth phase in British Columbia and Ontario that will require an increased profile in the investment and business community. We believe engaging Pro-Edge and continuing the relationship with Living Communications will provide us the national exposure required to successfully achieve our expansion goals."

About Legend Power Systems Inc.

Legend Power Systems Inc. is a leading electrical energy conservation company that manufactures and markets a patented device to help commercial and industrial customers achieve significant energy savings through voltage optimization. Legend Power's Electrical Harmonizer-AVR eliminates inefficiencies by delivering the optimal level of voltage a user needs. Most customers receive higher voltage levels than required at certain points of the grid from electrical utilities. Higher than nominal voltage can affect the lifespan of electrical equipment and result in high monthly utility bills. By delivering the optimal voltage to the user, Legend Power's Electrical Harmonizer-AVR helps companies reduce their electricity bills, maintenance costs and greenhouse gas emissions while increasing the life of electrical equipment. The technology also decreases capital and operating costs for electrical utilities.

For further information, please contact:

Ginny Morgan, Corporate Development Manager
Legend Power Systems Inc.
gmorgan@legendpower.com

Investor Relations:

British Columbia:

Martin Livingston, Living Communications Inc.
604 689 5559

Ontario:

Fred Cowan or Tracy Weslosky, Pro-Edge Consultants Inc.
866 544 9622 or info@pro-edge.com

Forward Looking Information

This release and referenced materials contain forward looking statements, within the meaning of the "safe-harbour" provisions of the Private Securities Act of 1995, which are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in our forward looking statements. Factors that could cause actual results to differ materially include: rapid technological and/or market changes in the industry including actual electrical billing rates; the adequate protection of the Company's proprietary rights; and other factors described in the Company's regulatory filings. Although we believe the expectations reflected in our forward looking statements are reasonable, individual results may vary, and we cannot guarantee future results, levels of activity, performance or achievements.

LEGEND POWER SYSTEMS INC.

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