



**FORM 27**

**MATERIAL CHANGE REPORT  
UNDER SECTION 75 (2) OF THE SECURITIES ACT (ONTARIO)  
AND SECTION 81 (2) AND OF THE SECURITIES ACT (NOVA SCOTIA)**

**1. Reporting Issuer**

EnerVision Incorporated  
1791 Barrington Street, Suite 1500  
Halifax, Nova Scotia B3J 3L1

**2. Date of Material Change**

As of November 12, 1999 (final release from closing escrow January 4, 2000)

**3. Press Release**

The Press Release describing the matters referred to herein was disseminated on the corporate disclosure network of Canada Newswire Limited on January 14, 2000.

**4. Summary of Material Change**

EnerVision has completed of an arm's length private placement of 1,513,400 units to residents of Norway at a subscription price of 4,540,200 Norwegian Kroner (or approximately \$860,000 Canadian) or 3 Norwegian Kroner (approximately \$0.57 Canadian) per unit.

**5. Full Description of Material Change**

EnerVision has completed of an arm's length private placement of 1,513,400 units to residents of Norway at a subscription price of 4,540,200 Norwegian Kroner (or approximately \$860,000 Canadian) or 3 Norwegian Kroner (approximately \$0.57 Canadian) per unit. Each unit consists of one common share of EnerVision and one common share purchase warrant. Each warrant will entitle the holder to acquire one common share upon exercise and payment of 5 Norwegian Kroner (approximately \$ 0.95 Canadian) per common share within one year of the date of the warrant. The transaction does not result in a change of control of EnerVision. The transaction has an effective date as of November 12, 1999. Some of the proceeds were released from closing escrow beginning on December 1, 1999 and the final release from closing escrow for the balance of funds and closing documents was on January 4, 2000.

Proceeds from the private placement have been loaned to AeroGly Holdings Incorporated, a joint venture in which EnerVision has a 50% equity interest, for general working capital purposes.

EnerVision is an environmental services company. In addition to the aircraft de-icing fluid recycling services through AeroGly, EnerVision is the owner of the patented Continuous Ablative Regeneration (C.A.R.) technology which uses pyrolysis reactions to reduce organic materials (such as car tires, wood waste and municipal solid waste) into their original chemistry on an environmentally friendly basis. EnerVision, through a wholly owned subsidiary, is in the process of developing the first commercial C.A.R. plant in Europe near Oslo, Norway.

EnerVision, at present, has, 15,415,778 common shares issued and outstanding.

**6. Reliance on Section 75 (3) of the Securities Act (Ontario) and Section 81 (3) of the Securities Act (Nova Scotia)**

N/A

**7. Omitted Information**

N/A

**8. Senior Officer**

Lowell R. Weir, CA  
President and Chief Operating Officer  
Niles R. Hynes  
Corporate Secretary  
EnerVision Incorporated  
1791 Barrington Street  
Halifax, Nova Scotia B3J 3L1  
Telephone: (902) 492-2211

**9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Halifax, Nova Scotia, as of this 14th day of January, 2000.

EnerVision Incorporated

[signed] "Niles R. Hynes"

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Niles R. Hynes  
Corporate Secretary

**IT IS AN OFFENCE UNDER THE SECURITIES ACT AND THE SECURITIES REGULATION FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THE REGULATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.**