FORM 27

THE SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION (75) 2

Item 1. **Reporting Issuer**

MATERIALS PROTECTION TECHNOLOGIES INC., 56 Temperance Street, 4th Floor, Toronto, Ontario, M5H 3V5.

Item 2. **Date of Material Change**

November 14th, 2000.

Item 3. **Press Release**

The Corporation issued the attached Press Release on November 14th, 2000 through BCE Emergis -- Toronto, Ontario.

Item 4. **Summary of Material Change**

The Press Release accurately summarizes the material change.

Item 5. **Full Description of Material Change**

There are no significant facts other than as set out in the Press Release.

Item 6. **Reliance on Section 75(3) of the Act**

Confidentiality is not requested.

Item 7. **Omitted Information**

No information has been omitted in respect to the material change.

Item 8. **Senior Officer**

Mr. Bruno Maruzzo, Secretary, (416) 966-9953

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto, this 14th, day of November, 2000.

MATERIALS PROTECTION TECHNOLOGIES INC.

Signed: "Bruno Maruzzo"

Per: ______________________________

Bruno Maruzzo,
Secretary

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Materials Protection Technologies Inc. **Press Release**

Stock Symbol – CDNX: YTP
Shares outstanding: 87,589,222

Materials Protection Completes Acquisition of Technology of Material Technologies & Sciences

Toronto, Canada, November 14, 2000 -- Materials Protection Technologies Inc. (MPT) announced today that it has completed the transaction with Material Technology and Sciences, Inc. (MTS) of Dover, New Hampshire. In 1994, MPT acquired the North American rights to the patented fire retardant coatings, and CFC and HCFC-free polyurethane foam technologies developed by MTS.

Under the terms of the deal, MPT has acquired

1) all patents and intellectual property rights to the fire retardant coatings, and CFC and HCFC-free polyurethane foam technology outside of North America, and

2) all of MTS' fixed assets, including research and production equipment (with a book value of US $378,000), inventories and work in process, know how and customer lists, located in Dover, New Hampshire.

In addition, the Royalty Agreement between MPT and MTS, which provided for minimum annual payments to MTS of US $1.14 million plus a 5% royalty on product sales, has been cancelled. No further payments under this agreement will be made to MTS.

In exchange, MTS received 7,000,000 common shares of MTLP valued at CDN $1.89 million based on a price of CDN $0.27 per share. At the date of the letter of intent, the common shares of MPT were trading on the Canadian Dealing network at CDN $0.35. This is an arms length transaction.

“We are delighted to have concluded this transaction. We now have complete control of two very innovative technologies with significant market potential, ” stated Jim Smith, President of Materials Protection Technologies Inc. “We have been working over the past years to take our technology from the lab to the marketplace. We are close to significant breakthroughs in a number of product areas, including a one-hour fire-rated wooden door, fire retardant prefabricated wooden roof trusses, and fire retardant paints and coatings. In addition, we have developed unique polyurethane-based products using our proprietary expertise. We will now be able to market these products worldwide.”

Materials Protection Technologies Inc. is a specialty chemical company that has proprietary technologies in the area of fire retardant coatings and additives, environmentally friendly CFC and HCFC-free polyurethane foams, and high density polyurethane.

For further information, visit the Company’s website at www.mptek.com or contact Jim Smith, President, 1-800-700-0093 or Bruno Maruzzo, Director, 416-966-9953.

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