

Material Change Report

ITEM 1. Reporting Issuer

01 Communique Laboratory Inc.
1450 Meyerside Drive
Suite 500
Mississauga, ON L5T 2N5

ITEM 2. Date of Material Change

August 31, 2012.

ITEM 3. Press Releases

A press release in the form of Schedule A attached hereto was disseminated on August 31, 2012 via CNW Group news service.

ITEM 4. Summary of Material Change

01 Communique Laboratory Inc. (TSX: ONE) (the "Company") has announced that it has completed its previously announced short form prospectus offering (the "Offering"), raising gross proceeds of C\$3,450,000 at a price of C\$1.00 per common share. Under the Offering, a total of 3,450,000 common shares were issued, which included 450,000 common shares issued pursuant to the full exercise of the over-allotment option by the Underwriters.

Net proceeds of the Offering will be used for research & development, protection of its intellectual property, sales & marketing, working capital and general corporate purposes.

ITEM 5. Full Description of Material Change

See Schedule A attached.

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

Not applicable.

ITEM 7. Omitted Information

Not applicable.

ITEM 8. Executive Officer

The following officer of the Company may be contacted for further information:

Brian Stringer
Chief Financial Officer
Phone: (416) 795-2888 x204
Email: brian.stringer@01com.com

ITEM 9. Date of Report

This report is dated this 31st day of August, 2012.

Schedule A

01 Communique Announces Closing of C\$3.45 Million Bought Deal Financing

/NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES./

TORONTO, Aug. 31, 2012 /CNW/ - 01 Communique Laboratory Inc. (TSX: ONE) (the "Company") is pleased to announce that it has completed its previously announced short form prospectus offering (the "Offering"), raising gross proceeds of C\$3,450,000 at a price of C\$1.00 per common share. The Offering was led by Clarus Securities Inc. and included a syndicate of underwriters consisting of NCP Northland Capital Partners Inc., Paradigm Capital Inc. and MGI Securities Inc. (collectively, the "Underwriters"). Under the Offering, a total of 3,450,000 common shares were issued, which included 450,000 common shares issued pursuant to the full exercise of the over-allotment option by the Underwriters.

Net proceeds of the Offering will be used for research & development, protection of its intellectual property, sales & marketing, working capital and general corporate purposes.

About 01 Communique

Established in 1992, 01 Communique Laboratory Inc. (TSX: ONE) offers a suite of remote access services designed for small-medium sized business, mobile professionals and IT service providers. 01's software as a service offerings are deployed on-demand and include functionality enabling on-line meetings, remote computing and IT support. 01's suite of products includes its remote access offering I'm InTouch (www.imintouch.com), its online meeting offering (www.imintouchmeeting.com) and its remote support offering I'm OnCall (www.imoncall.com) products are protected in the U.S.A. by its patents #6928479 / #6938076 / #8234701 and in Canada by its patent #2309398 and Japan by its patent #4,875,094. For more information, visit www.01com.com or call (905) 795-888 or (800) 668-2185 (North America only).

Cautionary Note Regarding Forward-looking Statements.

Certain statements in this news release may constitute "forward-looking" statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. When used in this news release, such statements use such words as "may", "will", "expect", "believe", "plan", "intend", "are confident" and other similar terminology. These statements reflect current expectations regarding future events and operating performance and speak only as of the date of this news release. Forward-looking statements involve significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of

factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including, but not limited to, the factors discussed under "Risk Factors" in the company's Annual Information Form filed on SEDAR. Although the forward-looking statements contained in this news release are based upon what management of the Company believes are reasonable assumptions, the company cannot assure investors that actual results will be consistent with these forward looking statements. These forward-looking statements are made as of the date of this news release, and the company assumes no obligation to update or revise them to reflect new events or circumstances.

SOURCE: 01 Communique Laboratory Inc.

For further information:

INVESTOR CONTACT:

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