

Form 51-102F3

Material Change Report

1. REPORTING ISSUER

Sonic Technology Solutions Inc. (“**Sonic**” or the “**Issuer**”)
Unit #7 - 8765 Ash Street
Vancouver, British Columbia
V6P 6T3

2. DATE OF MATERIAL CHANGE

February 26, 2009

3. PRESS RELEASE

The press release was issued on February 27, 2009 and was disseminated through the facilities of recognized newswire services. A copy of the news release was filed on SEDAR.

4. SUMMARY OF MATERIAL CHANGE

The Issuer has entered into a joint venture with Nalco Mobotec, Inc. (“**Nalco Mobotec**”), to expand the use of waste fly ash from coal-fired power stations as a cement substitute.

5. FULL DESCRIPTION OF MATERIAL CHANGE

On February 26, 2009, Sonic entered into the SonoAsh LLC Collaboration Agreement (the “**JV Agreement**”) with Nalco Mobotec and SonoAsh, LLC (“**SonoAsh**”). Under the JV Agreement, Sonic and Nalco Mobotec agreed to collaborate to expand the use of waste fly ash from coal-fired power stations as a cement substitute and agreed to effect the collaboration through SonoAsh.

SonoAsh will undertake development of Sonic’s process for the conditioning of fly ash for use in the concrete and cement industry (the “**Sonic Technology**”). Successful development will lead to a fully commercialized process allowing the waste fly ash to be used as a cement substitute or concrete additive.

Under the terms of the JV agreement, Nalco Mobotec will provide SonoAsh with initial working capital in the amount of US\$50,000 and will be responsible for the strategic management of SonoAsh. The JV Agreement also establishes an earn-in arrangement by which Nalco is entitled to fund the development process, with an aggregate investment of up to US\$4,000,000, in consideration for an up to 50% interest in SonoAsh. The development phases involve: (a) testing and analysis of the Sonic Technology; (b) development, design and construction of a prototype production facility; and (c) testing of the prototype facility. Following successful development, SonoAsh will proceed to the commercialization phase which will involve the construction of a production plant followed by strategic expansion through localized independent processing facilities.

In connection with the JV Agreement, Sonic entered into a License Agreement dated February 26, 2009 with SonoAsh, whereby Sonic granted to SonoAsh an exclusive, royalty-free license to use the Sonic Technology to develop, produce, market and/or sell the ad-mixes or blends for concrete derived from fly ash produced by coal fired facilities.

6. **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT
51-102**

Not applicable.

7. **OMITTED INFORMATION**

No information has been intentionally omitted from this form.

8. **EXECUTIVE OFFICER**

The name and business number of the executive officer of Sonic who is knowledgeable of the material change and this report is:

James Hill, President
Sonic Technology Solutions Inc.
Unit #7 - 8765 Ash Street
Vancouver, BC V6P 6T3

Telephone: (604) 736-2552

9. **DATE OF REPORT**

DATED at Vancouver, British Columbia this 10th day of March, 2009.