

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Contec Innovations Inc.
Kingsway Corporate Centre
301 – 2071 Kingsway Avenue
Port Coquitlam, BC
V3C 6N2

Telephone: (604) 552-0360

(the “Issuer”)

Item 2 Date of Material Change

December 16, 2005

Item 3 News Release

The Issuer issued a news release at Vancouver, British Columbia on December 19, 2005 through CCNMatthews.

Item 4 Summary of Material Change

The Issuer announced the closing of the second and final tranche of a non-brokered private placement offering of 2,492,000 Units at \$0.175 per Unit for gross proceeds of \$436,100, each Unit consisting of one common share of the Issuer and one-half of one share purchase warrant. Each whole share purchase warrant entitles the holder to purchase one additional common share of the Issuer at \$0.25 per share until the earlier of: (i) December 16, 2006; and (ii) the date which is the later of: (A) 30 days following the issuance of a press release by the Issuer confirming that the closing price of the common shares of the Issuer on the TSX Venture Exchange exceeded C\$0.40 for 10 consecutive days and the aggregate number of common shares of the Issuer traded during that period was not less than 2,500,000; and (B) April 17, 2006. The proceeds will be used for working capital.

Item 5 Full Description of Material Change

Please see the Issuer's news release attached as Schedule "A" for a full description of the material changes.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

For further information, contact Sean Alger, Secretary of the Issuer, at (604) 468-5633.

Item 9 Date of Report

Dated December 16, 2005.

CONTEC INNOVATIONS INC.

Per: "Sean Alger"

Sean Alger
Secretary

Schedule "A"



Contec Completes Closing of C\$875K Private Placement

Vancouver, Canada, December 19, 2005 – Contec Innovations (TSX Venture Exchange – Symbol "BUZ"), a provider of mobile Internet infrastructure software, today announced the completion of its private placement offering, originally announced October 7, 2005, of 2,492,000 units (the "Units") at C\$0.175 per Unit for gross proceeds of C\$436,100. Such Units are subject to a four-month hold period expiring April 17, 2006. This brings the total amount raised under this financing to C\$875,000.

Each Unit consisted of one common share and one half of a non-transferable share purchase warrant (the "Warrants") where each full Warrant will allow the subscriber to purchase an additional share at C\$0.25 until the earlier of: (i) one year from issuance of the warrant; and (ii) the date which is the later of: (A) 30 days following the issuance of a press release by the Company confirming that the closing price of the common shares of the Company on the TSX Venture Exchange exceeded C\$0.40 for 10 consecutive trading days and the aggregate number of common shares of the Company traded during that period was not less than 2,500,000 shares; and (B) four months and one day from the date of issuance of the warrant.

A finder's fee of C\$29,832 cash and 121,392 finder's warrants, exercisable at C\$0.175 per share for a period of one year, were paid in relation to this financing. Each Finder's Warrant may be exercised for one additional common share of the Company. Such warrants are also subject to a four-month hold period expiring April 17, 2006 and are subject to the same accelerated expiry conditions as the Warrants sold to subscribers.

Due to strong demand for the above-mentioned financing, Contec announced an additional non-brokered private placement offering on November 23, 2005 that will see the Company raise additional gross proceeds of up to C\$332,500. Under the terms of this private placement, the Company will offer for sale a maximum of 1,900,000 Units (the "Units") at C\$0.175 per Unit. This financing is expected to close in early 2006 and will bring the aggregate total of this and the above-mentioned financing to C\$1,207,500 when completed.

ON BEHALF OF THE BOARD OF DIRECTORS OF CONTEC INNOVATIONS

"Don Lay", CEO

About Contec Innovations

Contec accelerates the growth of the mobile Internet by enabling mobile service providers to capitalize on new data services. Contec's core product, the Hornet™, is an open, carrier-class mobile services delivery platform capable of hosting multiple mobile applications in a secure, scalable environment allowing service providers to generate new revenues by efficiently deploying reliable and compelling data applications. Founded in 1999 and headquartered in Vancouver, Canada, Contec is listed on the TSX Venture Exchange under the symbol "BUZ". For more information, visit www.contec.ca.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy of the content of the information contained herein. The statement made in this press release may contain certain forward-looking statements that involve a number of risks and uncertainties. Actual events or results may differ from the Company's expectations. Hornet™ is a trademark of Contec Innovations Inc.

For more information, please contact:

Brian Buckley, Contec Investor Relations
Tel: 604-468-5638 or 1-888-552-0360
brian.buckley@contec.ca

Asa Zanatta, Media Relations
Tel: 604-408-1389
azanatta@spiritcommunications.ca