

Form 51-102F3

Material Change Report

- Item 1 Reporting Issuer:**
Empower Technologies Corporation (the “Company”)
P.O. Box 62038
Vancouver, BC V6J 1Z1
- Item 2 Date of Material Change**
July 22, 2016
- Item 3 News Release**
The company disseminated a press release on July 22, 2016
- Item 4 Summary of Material Change**
Empower Technologies™ reports on Cease Trade Order.
- Item 5 Full Description of Material Change**
See press release on July 22, 2016
- Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102**
Not applicable
- Item 7 Omitted Information**
None
- Item 8 Executive Officer**
The following senior officer for the Issuer is knowledgeable about the material change and may be contacted the Commission at the address and telephone number below:

Paul Leung, Chairman, President & CEO
604.278.3100
- Item 9 Date of Report**
July 22, 2016

FOR IMMEDIATE RELEASE**Empower Technologies™ Reports on Cease Trade Order**

July 22, 2016 – Richmond, British Columbia, Canada – [Empower Technologies Corporation](#) (TSX.V: EPT) ("Empower"), announces that effective July 20, 2016, TSX Venture Exchange (the "Exchange") has suspended trading in the Company's securities as a result of a Cease Trade Order issued by the British Columbia Securities Commission. Reinstatement to trading can occur only when the Cease Trade Order is revoked and the Exchange has concluded its reinstatement review that the Company has satisfactorily complied with Exchange requirements. The Company has until October 19, 2016 to rectify the situation to avoid further action from the Exchange.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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This news release includes certain "forward-looking information" within the meaning of Canadian securities legislation. Forward-looking statements include predictions, projections and forecasts and are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "forecast", "expect", "potential", "project", "target", "schedule", "budget" and "intend" and statements that an event or result "may", "will", "should", "could" or "might" occur or be achieved and other similar expressions and includes the negatives thereof. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding the expected benefits of the acquisition of AIC are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Forward-looking statements are based on a number of material factors and assumptions. Important factors that could cause actual results to differ materially from Empower's expectations include actual sales results, availability of capital and financing on acceptable terms, general economic, market or business conditions, uninsured risks, regulatory changes, delays or inability to receive required approvals, and other risks detailed herein and from time to time in the filings made by Empower with securities regulators. Although Empower has attempted to identify important factors that could cause actual actions, events or results to differ from those described in forward-looking statements, there may be other factors that cause such actions, events or results to differ materially from those anticipated. There can be no assurance that forward-looking statements will prove to be accurate and accordingly readers are cautioned not to place undue reliance on forward-looking statements which speak only as of the date of this news release. Empower disclaims any intention or obligation, except to the extent required by law, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

About Empower Technologies™

Founded in 2000, Empower Technologies Corporation (TSX.V: EPT) is the holding company for Empower Technologies, Inc. and its subsidiary Empower Technologies (Canada) Inc. and AIC Global Communications Inc. Empower Technologies and its subsidiaries have transformed from an embedded technology group of companies to a full-fledged revenue producing enterprise through

its subsidiaries. Empower Technologies as a group caters to communication, VoIP service, TV and media, IT, security and surveillance, military, automotive and transportation, healthcare, industrial control and consumer electronics industries. For more information, please visit www.empowertechnologies.com.

Empower Technologies group of companies' brands are "AIC", "LEOs®", Linux-based embedded operating systems, "BullsEye", Real-Time Video Stabilizer, "PowerPlay™", smart consumer electronics.

Contact Information:

Media Enquiries: info@empowertechnologies.com or via Tel @ (604) 278-3100

Investor Relations: investorline@empowertechnologies.com

More Information on Empower Technologies: www.empowertechnologies.com

Sales Enquiries: sales@empowertechnologies.com or via Tel @ (604) 278-3100

Paul Leung

Paul Leung
Chairman, President and CEO

Empower Technologies Corporation

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