

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

MetroBridge Networks International Inc.
Suite 918 – 1030 West Georgia Street
Vancouver, BC
V6E 2Y3

Tel: (888) 628-1240

(the “Issuer”)

Item 2 Date of Material Change

November 18, 2008

Item 3 News Release

A press release announcing the material change referred to in this report was issued on November 18, 2008, and distributed by Filing Services Canada.

Item 4 Summary of Material Change

On November 18, 2008 the Issuer announced its agreement to acquire 100% of the shares of Voxter Communications Inc., a privately held Vancouver based company. The purchase is subject to TSX Venture Exchange approval. The management and staff of Voxter Communications will continue to operate the company. Consideration for the purchase price includes \$300,000 in cash, plus 10% interest per annum compounded monthly, that is to be paid within 18 months of completion of the transaction, and 3 million shares of MetroBridge common stock, for which the issuance is subject to receipt of TSX Venture Exchange approval.

Item 5.1 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 5.2 Disclosure for Restructuring Transactions

Not applicable.

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 Dorian Banks, CEO at (888) 628-1240.

Item 9 Date of Report

November 27, 2008

“Schedule A”



METROBRIDGE NETWORKS INTERNATIONAL INC.

918-1030 West Georgia Street
Vancouver, B.C.
V6E 2Y3

Tel. No. (888) 628-1240 ♦ Fax No. (888) 628-2650

News Release

MetroBridge to Acquire Voxter Communications

VANCOUVER, B.C. November 18, 2008 - MetroBridge Networks International Inc. (TSX-V: MEB) a premier high-speed wireless broadband provider for business with operations in Canada and the United States today announced its agreement to acquire 100% of the shares of Voxter Communications Inc., a privately held Vancouver based company. The purchase is subject to TSX Venture Exchange approval.

Voxter Communications uses leading technologies to provide service offerings in the business VoIP market, and addresses each angle that customers face when choosing VoIP for their business over traditional telephone systems. “We anticipate seamlessly integrating Voxter’s VoIP services into our service delivery model to provide diversification for our suite of value-added products and services that continue to account for an increasing amount of our overall recurring revenue. This acquisition is also great for our customers looking for extremely reliable VoIP that is cost effective and can give their business an edge over dated phone systems,” said Dorian Banks, CEO and Co-Founder of MetroBridge.

The management and staff of Voxter Communications will continue to operate the company. Consideration for the purchase price includes \$300,000 in cash, plus 10% interest per annum compounded monthly, that is to be paid within 18 months of completion of the transaction, and 3 million shares of MetroBridge common stock, for which the issuance is subject to receipt of TSX Venture Exchange approval.

About Voxter Communications Inc.

Voxter Communications delivers Voice over IP (VoIP) products and services to businesses at a tremendous cost savings. VoIP has proven to be a reliable and cost effective alternative to traditional telephone systems. Voxter has established a client base throughout North and Central America, with its head offices based in Vancouver, British Columbia, Canada.

About MetroBridge Networks International Inc.

MetroBridge, a leading international fixed wireless provider, delivers broadband wireless access using WiMAX and other advanced wireless technologies. Its highly redundant mission critical network provides connections up to 2500Mbps in Canada and the United States. MetroBridge’s aggressive growth strategy contemplates acquisitions throughout North America and additional complementary products and services. The Company operates in all market segments including police and 911 services, the financial industry, retailers and businesses of all sizes. MetroBridge was the first Canadian carrier selected to join the WiMAX Forum™ to assist the industry in establishing equipment interoperability. Please visit the Company’s website at www.metrobridge.com.

For further information please contact:
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The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

This press release contains certain forward-looking statements that reflect the current views and/or expectations of MetroBridge Networks International Inc. with respect to performance, business and future events. Such statements are subject to a number of risks, uncertainties and assumptions. Actual results and events may vary significantly from those disclosed herein. Investors are cautioned not to rely on these forward-looking statements. MetroBridge Networks International Inc. does not undertake to update these forward-looking statements.