

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

INFOWAVE SOFTWARE, INC.
Suite 200 – 4664 Lougheed Highway
Burnaby, BC
V5C 5T5

Item 2. Date of Material Change

January 13, 2005

Item 3. News Release

A press release announcing the material change referred to in this report was issued on January 13, 2005.

Item 4. Summary of Material Changes

Infowave Software, Inc. (“Infowave”) announced that in preparing its financial statements for the year ended December 31, 2004, Infowave has determined that total revenues for the three months ended December 31, 2004 are estimated to be in the range of approximately \$400,000 to \$500,000.

Item 5. Full Description of Material Change

Infowave announced that in preparing its financial statements for the year ended December 31, 2004, Infowave has determined that total revenues for the three months ended December 31, 2004 are estimated to be in the range of approximately \$400,000 to \$500,000. The estimated revenues for the three-month period ended December 31, 2004 are lower than Infowave’s revenues for the prior period ended September 30, 2004. Infowave will provide final results when it formally reports its financial performance for the period ended December 31, 2004, anticipated to be in March 2005.

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

Not applicable

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8. Executive Officer

For further information, please contact Mr. George Reznik, Chief Financial Officer at 604.473.3655.

Item 9. Date of Report

This material change report is dated January 13, 2005.