

**FORM 51-102F3**  
***Material Change Report***

**1. Name and Address of Company**

OneMove Technologies Inc. (“OneMove” or the “Company”)  
1080 - 1140 West Pender Street  
Vancouver, BC  
V6E 4G1

**2. Date of Material Change**

May 3, 2007, May 4, 2007 and May 15, 2007

**3. News Release**

Date of Issuance: May 3, 2007, May 4, 2007 and May 15, 2007

Method of Issuance: CNW Group

**4. Summary of Material Change**

OneMove Technologies Inc. has completed the acquisition of the remaining 27.5% equity interest in its subsidiary One Move Limited in the United Kingdom. OneMove Technologies Inc. has closed a brokered private placement of shares to raise \$8.0M in gross proceeds. OneMove has issued bonus shares to lenders in connection with their bridge loans to the Company.

**5. Full Description of Material Change**

On May 3, 2007 OneMove completed a share exchange agreement with Neil Patel, founder of One Move Limited (“OneMove UK”), to acquire the remaining 27.5% equity interest in One Move UK, which was held by Mr. Patel. As a result of this acquisition, OneMove UK is now a wholly-owned subsidiary of the Company.

In exchange for the 27.5% interest in OneMove UK, the Company has agreed to issue to Mr. Patel up to 9,626,254 common shares of the Company in four tranches, at a deemed price of \$0.36 per share. The first tranche of 5,584,169 shares was issued to Mr. Patel and Mr. Patel transferred his 27.5% interest to the Company effective May 3, 2007.

The issuance of the second tranche of 2,792,085 common shares of the Company is subject to OneMove UK achieving a “break even” financial position in any individual calendar month during the period of June, July, August and September 2007 and sustaining such position for one additional month immediately following the first month in which the “break even” financial position is achieved. “Break even” for such purposes has been defined as the point where OneMove UK’s monthly revenues equal or exceed 1) its operational expenses (less loan interest), plus 2) its monthly loan payments as recorded in accordance with Canadian generally accepted accounting principals.

Under the original terms of the acquisition, Mr. Patel was also to receive share purchase options contingent on achieving a set projected pre-tax income targets for Fiscal 2008 and 2009. This provision has been changed such that Mr. Patel will receive common shares of the Company in the third and fourth tranches comprising 750,000 and 500,000 common shares of the Company,

respectively, for up to 1,250,000 additional shares. The issuance of the third tranche is subject to OneMove UK achieving a revenue target for the financial year ended June 30, 2008, which will be set by the Company's directors prior to the commencement of that financial year. The issuance of the fourth tranche is subject to OneMove UK achieving a revenue target for the financial year ended June 30, 2009, which again will be set by the Company's directors prior to the commencement of that financial year.

The transaction has been approved by the TSX Venture Exchange and all common shares to be issued to Mr. Patel will be subject to the escrow restrictions over three years, with a portion of the shares to be released from escrow every six months commencing on the issuance date of the first tranche, as required by Policy 5.4 of the TSX Venture Exchange entitled "*Escrow, Vendor Consideration and Resale Restrictions*". All common shares to be issued to Mr. Patel will also be subject to a four month hold period commencing on the date of issuance as required by the Exchange.

On May 4, 2007, OneMove closed a brokered private placement to raise gross proceeds of \$7,999,920. The Company, through Cormark Securities Inc. (formerly Sprott Securities Inc.) and Canaccord Capital Corporation as agents, sold 22,222,000 shares at a price of \$0.36 per share.

All of the securities issued under the private placement are subject to a hold period of four months expiring on September 5, 2007.

Completion of the private placement was subject to the Company completing the acquisition of the remaining 27.5% interest in the Company's UK subsidiary, OneMove UK. As described above, the Company completed this acquisition on May 3, 2007 and OneMove UK is now a 100% owned subsidiary of the Company.

The net proceeds from the private placement will be used for working capital required to expedite UK sales and for general corporate purposes including the purchase of capital assets, continuing research and development, and repayment of debt.

In connection with the private placement, the Company paid the agents a cash commission equal to 7% of the gross proceeds raised of the private placement. The agents also received share purchase warrants to purchase up to 1,555,540 common shares of the Company (equal to 10% of the total units sold by the agents), exercisable at a price of \$0.36 per common share until May 4, 2009.

In March and April 2007, the Company received bridge loans totalling \$1,990,000 pursuant to loan agreements with various lenders as described in the Company's material change reports dated May 2, 2007 and filed on SEDAR. The Company amended the loan agreements with various lenders who provided \$1,490,000 of the total bridge loan financing. Originally, the Company had agreed to issue share purchase warrants to the lenders as a bonus for the loans, but has instead issued a total of 372,500 bonus shares to the lenders at a deemed price of \$0.40 per share in lieu of the original warrants. The bonus shares are subject to a hold period of four months commencing on the date of issuance of May 15, 2007.

In association with the bridge loan financing, the Company has paid Kingsdale Capital Markets Inc. a finder's fee of \$25,000.00 and issued to Kingsdale share purchase warrants entitling Kingsdale to purchase up to 12,500 common shares of the Company at a price of \$0.50 per share, exercisable for a period of 24 months until May 15, 2009.

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

Not Applicable.

**7. Omitted Information**

Nil.

**8. Executive Officer**

Contact: Martin Johnson, President

Telephone: 604-662-8207

**9. Date of Report**

May 17, 2007