

FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company:**

Catch the Wind Ltd. (the "Company")
10781 James Payne Court
Manassas, VA 20110

2. **Date of Material Change:**

June 6, 2011

3. **News Release:**

A press release disclosing the material change was issued on June 6, 2011 through the facilities of CNW and was filed with the applicable securities regulatory authorities via SEDAR on such date.

4. **Summary of Material Change:**

On June 6, 2011, the Company announced that it had sold 6 Vindicator® Laser Wind Sensor units to Boralex Inc.

5. **Full Description of the Material Change:**

On June 6, 2011, the Company announced that it had sold 6 Vindicator® Laser Wind Sensor units to Boralex Inc. ("Boralex"), a power producer with an installed capacity of 700 megawatts in Canada, the Northeastern United States and France. The sales agreement includes an option to purchase hundreds of additional units over a set period.

The installation of the Vindicator® Laser Wind Sensor units will initially take place on six Boralex wind turbines located on different sites in North America and Europe. Installation is expected to begin in the third quarter of the current calendar year. Boralex's primary use of the Vindicator® Laser Wind Sensor is intended for increased energy output.

Financial terms of the sales agreement were not disclosed.

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

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer:**

For further information, please contact Claudia Jaques, Vice-President, General Counsel, at (703) 393-0754, extension 112.

9. **Date of Report:**

June 13, 2011.