

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Badger Daylighting Ltd.
1000, 635 – 8th Avenue SW
Calgary, AB T2P 3M3

Item 2 Date of Material Change

November 1, 2013

Item 3 News Release

A press release was issued on November 4, 2013 via Marketwired.

Item 4 Summary of Material Change

Badger Daylighting Ltd. (the “Company” or “Badger”) has completed the acquisition of the business and operating assets of Fieldtek Holdings Ltd. for an aggregate purchase price of approximately \$19.2 million in cash financed using Badger’s existing extendable revolving credit facility, as previously announced October 17, 2013.

Item 5 Full Description of Material Change

Badger has completed the acquisition of the business and operating assets of Fieldtek Holdings Ltd. for an aggregate purchase price of approximately \$19.2 million in cash financed using Badger’s existing extendable revolving credit facility, as previously announced October 17, 2013.

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

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Greg Kelly
Chief Financial Officer
Telephone: 403-264-8500

Item 9 Date of Report

November 4, 2013