

Form 51-102F3
Material Change Report

1. Name and Address of Company

Enablence Technologies Inc. (the “Company”)
390 March Road, Suite 119
Ottawa, Ontario K2K 0G7

2. Date of Material Change

June 30, 2017

3. News Release

A news release reporting the material change was issued by the Company on June 30, 2017 in Canada and is attached hereto as Schedule “A”.

4. Summary of Material Change

On June 30, 2017, the Company announced the closing of a private placement of unsecured convertible debentures (the “Debentures”) for gross proceeds of approximately \$6 million.

The Debentures bear interest at a rate of 10% per annum, payable quarterly commencing on September 30, 2017 and are convertible, at the option of their holder, into common shares of the Company (the “Shares”) at a price of \$0.08 per Share representing a conversion rate of approximately 12,500 Shares per \$1,000 of principal amount of Debentures. The Debentures will mature on June 30, 2020.

The Company also entered into a debt settlement agreement with a creditor to settle outstanding cash advances totalling \$2 million by the issuance of 7,142,857 Shares for an aggregate value of \$500,000 and the issuance of \$1.5 million principal amount of Debentures.

5. Full Description of Material Change

For more information regarding the material change, please see the news release issued on June 30, 2017 attached hereto as Schedule “A”.

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

Not Applicable.

7. Omitted Information

Not Applicable.

8. Executive Officer

Evan Chen
Chief Executive Officer
Enablence Technologies Inc.
390 March Road, Suite 119
Ottawa, Ontario K2K 0G7

Telephone: 613 656-2850 ext. 0

9. Date of Report

July 10, 2017

Schedule "A"

News Release dated June 30, 2017



Enablence Technologies Closes \$6 million Debenture Offering and Securities for Debt Transaction

*NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR
DISSEMINATION IN THE UNITED STATES*

Ottawa, Canada – June 30, 2017 - Enablence Technologies Inc. (“Enablence” or the “Company”) (TSXV: ENA), a leading supplier of optical components and subsystems for access, metro and long-haul markets, today announced the closing of the previously announced private placement of unsecured convertible debentures (the “Debentures”) for gross proceeds of approximately \$6 million (the “Debenture Offering”).

The Debentures bear interest at a rate of 10% per annum, payable quarterly commencing on September 30, 2017 and are convertible, at the option of their holder, into common shares of the Company (the “Shares”) at a price of \$0.08 per Share representing a conversion rate of approximately 12,500 Shares per \$1,000 of principal amount of Debentures. The Debentures will mature on June 30, 2020.

As previously announced, the Company also entered into a debt settlement agreement with a creditor to settle outstanding cash advances totalling \$2 million by the issuance of 7,142,857 Shares for an aggregate value of \$500,000 and the issuance of \$1.5 million principal amount of Debentures (the “Securities for Debt Transaction”).

The securities issued under the Debenture Offering and the Securities for Debt Transaction are subject to a four-month hold period pursuant to applicable securities laws until October 31, 2017.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, or for the account or benefit of U.S. persons (as such term is defined in Regulation S under the United States Securities Act of 1933, as amended).

About Enablence Technologies Inc.

Enablence is a publicly traded company that designs, manufactures and sells optical components and subsystems to a global customer base. It utilizes its patented technologies, including planar lightwave circuit (“PLC”) intellectual property, in the production of an array of photonic components and broadband subsystems that deliver a key portion of the infrastructure for current and next-generation telecommunication systems. The Company’s product lines address all three segments of optical networks: access - connecting homes and businesses to the network; metro - communication rings within large cities; and long-haul - linking cities and continents. For more information, visit www.enablence.com.

Forward-looking Statements

This press release may contain forward-looking statements based on current expectations, forecasts and assumptions which involve risks and uncertainties associated with our business and the economic environment in which the business operates. All such statements are made

pursuant to the 'safe harbour' provisions of, and are intended to be forward-looking statements under, applicable Canadian securities legislation. Any statements contained herein that are statements of historical facts may be deemed to be forward-looking statements. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. We caution our readers of this press release not to place undue reliance on our forward looking statements as a number of factors could cause actual results or conditions to differ materially from current expectations. Please refer to the risks set forth in the Company's continuous disclosure documents that can be found on SEDAR www.sedar.com. Enablence does not intend, and disclaims any obligation, except as required by law, to update or revise any forward looking statements whether as a result of new information, future events or otherwise.

For further information contact:

Enablence Technologies Inc.

Evan Chen

CEO

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Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.