

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

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

**LITE ACCESS TECHNOLOGIES INC**

Unit 5 – 20678 Duncan Way  
Langley, British Columbia, V3A 7A3

**Item 2. Date of Material Change**

March 28, 2017

**Item 3. News Release**

The news release was issued on March 28, 2017 and was disseminated by CNW Group.

**Item 4. Summary of Material Change**

On March 28, 2017, Lite Access Technologies Inc. (the “Company”) closed a “bought-deal” financing of 9,090,000 common shares (“Common Shares”) of Lite Access, which includes 2,223,000 Common Shares issued pursuant to the exercise of the underwriters’ option in full and an oversubscription of 200,000 Common Shares, at \$2.25 per share (the “Issue Price”) for gross proceeds of \$20,452,500 (the “Offering”).

**Item 5. Full Description of Material Change**

On March 28, 2017, the Company closed a “bought-deal” financing of 9,090,000 common shares (“Common Shares”) of Lite Access, which includes 2,223,000 Common Shares issued pursuant to the exercise of the underwriters’ option in full and an oversubscription of 200,000 Common Shares, at \$2.25 per share (the “Issue Price”) for gross proceeds of \$20,452,500 (the “Offering”).

The Offering was underwritten by a syndicate of underwriters led by Cormark Securities Inc. and including Beacon Securities Limited, Canaccord Genuity Corp. and Haywood Securities Inc. (collectively, the “Underwriters”). In consideration of their services, the Underwriters received a cash commission equal to 6.0% of the gross proceeds of the Offering, and such number of broker warrants (“Broker Warrants”) equal to 6.0% of the aggregate number of Common Shares issued pursuant to the Offering. Each Broker Warrant is exercisable for one Common Share at the Issue Price for a period of 24 months from closing of the Offering.

The securities issued under the Offering will be subject to resale restrictions expiring on July 29, 2017.

The net proceeds of the Offering will be used to fund growth initiatives and for general corporate purposes.

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

Not applicable.

**Item 7. Omitted Information**

None.

**Item 8. Executive Officer**

**Scott MacEachern**  
Chief Financial Officer  
(604) 247-4704

**Item 9. Date of Report**

March 28, 2017