

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

**Item 1: Name and Address of Issuer**

Newlook Industries Corp.  
144 Front Street West  
Suite 700  
Toronto, Ontario  
M5J 2L7  
Tel : (416) 477-5656

**Item 2: Date of Material Change**

January 27, 2009

**Item 3: Date of News Release**

This news release was issued on January 29, 2009 through Canada Stockwatch, Market News Publishing Inc., Marketwire and other dissemination services.

**Item 4: Summary of Material Change:**

Newlook Industries Corp. (“Newlook”) and its majority owned subsidiary Wireless Age Communications, Inc. (“Wireless Age”) announced that on January 27, 2009, the Court of Queen’s Bench for Saskatchewan, dismissed the challenge by the Company’s majority owned subsidiary Wireless Age Communications, Inc. (“Wireless Age”) of the Interim Receivership Order obtained by Saskatchewan Telecommunications (“SaskTel”).

As previously announced SaskTel served Wireless Age subsidiaries Wireless Age Communications Ltd. (“Wireless Ltd.”) and Wireless Source Distribution Ltd. (“Wireless Source”) with a Notice of Intention to Enforce Security under the Bankruptcy and Insolvency Act, and also obtained a Court Order to immediately appoint an interim receiver. Wireless Age challenged the Court Order in a hearing heard on January 22, 2009.

The material change is also summarized in a news release dated January 29, 2009.

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

**5.1 Full Description of Material Change**

See news release dated January 29, 2009.

**5.2 Disclosure for Restructuring Transactions**

Not applicable

**Item 6: Reliance on Section 7.1 of National Instrument 51-102**

This report is not being filed on a confidential basis.

**Item 7: Omitted Information**

There is no omitted information

**Item 8: Executive Officer**

Gary Hokkanen, CFO  
Newlook Industries Corp..  
(416) 477-5656 ext. 303

**Item 9: Date of Report**

February 9, 2009