

## FORM 51-102F3

### MATERIAL CHANGE REPORT

**1. Name and Address of Company**

Norbord Inc.  
1 Toronto Street  
Suite 600  
Toronto, Ontario  
M5C 2W4

**2. Date of Material Change**

December 24, 2008

**3. News Release**

On December 24, 2008, Norbord Inc. (“Norbord”) issued a news release through CNW Group.

**4. Summary of Material Change**

Norbord Inc. announced that it has completed the initial subscription under its previously announced rights offering to shareholders of approximately CAD \$240 million. Norbord also announced that pursuant to the terms of its Standby Purchase Agreement with Brookfield Asset Management Inc. (“Brookfield”), the closing date for the completion of the standby commitment has been set for January 6, 2009. Upon completion of the standby commitment, Norbord expects a total of approximately 432 million common shares and 136 million warrants of Norbord Inc. will be issued and outstanding.

**5. Full Description of Material Change**

Norbord Inc. announced that it has completed the initial subscription under its previously announced rights offering to shareholders of approximately CAD \$240 million. Under the offering, approximately 110 million units comprising approximately 110 million common shares and approximately 55 million warrants were issued to shareholders that elected to exercise rights, including exercise of the basic subscription right by Brookfield Asset Management Inc., (TSX and NYSE:BAM, Euronext:BAMA) or its affiliates (collectively, “Brookfield”), Norbord Inc.’s largest shareholder. Gross proceeds from the initial subscriptions totalled approximately CAD \$96 million.

Norbord also announced that, pursuant to the terms of its Standby Purchase Agreement with Brookfield, the closing date for the completion of the standby commitment has been set for January 6, 2009. Under the terms of the Standby Purchase Agreement, Brookfield will purchase an additional approximately 163 million common shares and 81 million warrants

for gross proceeds of approximately CAD \$144 million. Upon satisfaction of the standby commitment, Brookfield will hold a total of approximately 325 million common shares or approximately 75% of the total number of Norbord's common shares issued and outstanding and approximately 131 million warrants.

Upon completion of the standby commitment, Norbord expects a total of approximately 432 million common shares and 136 million warrants of Norbord Inc. will be issued and outstanding.

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

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

Robin Lampard  
Senior Vice President & Chief Financial Officer  
(416) 643-8843

**9. Date of Report**

December 31, 2008