

ENERGY POWER SYSTEMS LTD

Form 6-K

December 21, 2001

**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the  
Securities Exchange Act of 1934**

For the month of December, 2001

**ENERGY POWER SYSTEMS LIMITED  
(formerly: Engineering Power Systems Limited)  
(Address of Principal executive offices)**

Suite 301, 2 Adelaide Street West, Toronto, Ontario, M5H 1L6  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2b under the Securities Exchange Act of 1934:

Yes  No

If  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82

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**MATERIAL CHANGE REPORT**

Section 75(2) of the *Securities Act* (Ontario)

Section 118(1) of *Securities Act* (Alberta)

Section 85(1) of the *Securities Act* (British Columbia)

**Item 1. Reporting Issuer**

**ENERGY POWER SYSTEMS LIMITED**, 2 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 1L6.

**Item 2. Date of Material Change**

December 14, 2001.

**Item 3. Press Release**

The Press Release was disseminated via BCE Emergis via North American Disclosure on December 14, 2001.

**Item 4. Summary of Material Change**

The Company issued a Press Release, attached hereto as Exhibit A .

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

No information other than that provided in Item 4 above is presently available.

**Item 6. Reliance on Section 75(3) of the Act**

Confidentiality is not requested.

**Item 7. Omitted Information**

No information has been omitted in respect of the material change.

**Item 8. Senior Officer**

Sandra J. Hall, Secretary (416) 861-1484.

**Item 9. Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

**DATED** at Toronto, Ontario this 14th day of December, 2001.

**ENERGY POWER SYSTEMS  
LIMITED**

Per: Sandra J. Hall  
Secretary

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**ENERGY POWER SYSTEMS LIMITED**  
(formerly: Engineering Power Systems Limited)

Date: December 18, 2001

By: /s/ Sandra J. Hall

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Sandra J. Hall, Secretary & Director

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**EXHIBIT LIST**

<b>Exhibit</b>	<b>Description</b>
99.1	News Release