

BC FORM 53-901(F) (Previously Form 27)
SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF
THE SECURITIES ACT (BRITISH COLUMBIA) (THE "ACT")

Item 1. Reporting Issuer

Consolidated Magna Ventures Ltd. ("Magna" or the "Company")
800 - 850 West Hastings St.
Vancouver, BC
V6C 1E1

Item 2. Date of Material Change

July 30, 2001

Item 3. Press Release

The press release was issued July 30, 2001.

Item 4. Summary of Material Change

Final approval to the change of business of the Company originally announced on or about October 5, 2000 was given by the Canadian Venture Exchange under cover of its bulletin dated July 30, 2001.

Item 5. Full Description of Material Change

On October 5, 2000 the Company signed a Letter Agreement to acquire 100% of the issued and outstanding shares of PODbook.com Ltd. (PODbook), a Vancouver-based private company registered in the Province of British Columbia.

Final approval to the change of business was given by the Canadian Venture Exchange under cover of its bulletin dated July 30, 2001.

The Company acquired all the issued and outstanding common shares of Podbook.com Ltd, a private company through the issuance of 6,000,000 million common shares of the Company as consideration to the shareholders of Podbook. The Company also issued 400,000 shares to IT Business Brokers Inc. as a finder's fee.

Both the 6,000,000 consideration shares and 400,000 finder's fee shares will be subject to the surplus escrow release restrictions with a revenue earn-out provision. The revenue earn-out provision requires the Company to generate \$0.60 in gross revenue for every one share to be released from escrow. The Company will have to earn \$3,600,000 in gross revenues to allow for the release of the 6,400,000 shares.

For further information refer to the Company's Information Circular dated February 19, 2001 and the Filing Statement dated July 24, 2001.

Shareholders' approval for the Podbook acquisition was obtained at the Company's Annual General Meeting on February 19, 2001.

Item 6. Reliance on Section 85(2) of the Act

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

For further information contact Stewart Lockwood, Secretary/Corporate Counsel at 683-1102.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, BC this 14th day of August, 2001.

“Stewart L. Lockwood”
Stewart L. Lockwood
Secretary/Corporate Counsel