

This is the form of a material change report required under section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*

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

MATERIAL CHANGE REPORT

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: If this report is filed on a confidential basis, put at the beginning of the report in block capitals "CONFIDENTIAL – SECTION 85", and file in an envelope marked "Confidential – Attention: Supervisor, Financial Reporting:."

1. Reporting Issuer

The full name and address of the principal office in Canada of the reporting issuer is:

Radical Elastomers Inc.
103 – 20175 – 100A Street
Langley, B.C. V1M 3X6

2. Date of Material Change

The date of the material change is March 20, 2002.

3. Press Release:

The date and place of issuance of the press release(s) issued under section 85(1) of the Act is/are as follows:

Date of Issuance:	March 20, 2002
Place of Issuance:	Vancouver, British Columbia

4. Summary of Material Change

Radical Elastomers Inc. (the "Company") is carrying out a public offering by way of Short Form Offering Document.

5. Full Description of Material Change

The Company is carrying out a public offering to raise up to \$800,000 through the sale of common shares (the "Shares") at \$0.10 per share by way of a Short Form Offering Document in accordance with Policy 4.6, "Public Offering by Short Form Offering Document", of the Canadian Venture Exchange. The Company has signed an Agency Offering Agreement with Yorkton Securities Inc. (the "Agent") to issue to investors a minimum of 5,000,000 and a maximum of up to 8,000,000 Shares at \$0.10 per Share for gross proceeds of a minimum of \$500,000 and a maximum of \$800,000. The offering will be conducted on a commercially reasonable efforts basis and is expected to close not later than sixty days after the Effective Date of the Short Form Offering Document.

In consideration for the services to be provided by the Agent, the Agent will receive:

- (a) a commission equal to 7.5% of the gross proceeds received by the Issuer from the sale of the Shares, payable in cash.
- (b) an option to acquire that number of common shares which equals 20% of the number of Shares sold, subject to a maximum of 1.4 million shares, exercisable at a price of \$0.10 per share for a period of 24 months from the date of closing of the transaction.
- (c) an administration fee of \$7,500 plus G.S.T.

The Shares to be issued under this offering will be sold by way of Short Form Offering. The offering is subject to a number of conditions including the execution of formal documentation and receipt of the applicable regulatory approvals.

The Company intends to use the proceeds of the offering for general working capital purposes, including to maintain the current level of product development spending required for new product sales and to maintain existing product improvements, as well as to expand current production capacity and to penetrate additional product markets.

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

Not applicable.

7. Omitted Information

No significant facts remain confidential and no information has been omitted in this report.

8. Senior Officers

The name and business telephone number of a senior officer of the Company who is knowledgeable about the material change and the report or an officer through whom the Commission may contact that senior officer is as follows:

Name: Kevin Parkinson, President

Bus. Tel: (604) 888-1657

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia, this 2nd day of April, 2002.

“Douglas B. Johnstone”

Douglas B. Johnstone CA
Chief Financial Officer