This is the form of a material change report required under Section 85(1) of the British Columbia *Securities Act* and Section 151 of the British Columbia *Securities Act Rules and* Section 146(1) of the Alberta *Securities Act*.

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

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE *BRITISH COLUMBIA SECURITIES ACT* AND SECTION 151 OF THE *BRITISH COLUMBIA SECURITIES ACT* RULES AND SECTION 118(1) OF THE *ALBERTA SECURITIES ACT*

Item 1. Reporting Issuer

Radical Elastomers Inc.
103 – 20175 100A Avenue, Langley, BC, V1M 3X7

Telephone: 604-888-1657

(the "Company")

Item 2. Date of Material Change

June 28, 2002

Item 3. Press Release

Dated: August 7, 2002
Places of Issuance: Vancouver, British Columbia

Item 4. Summary of Material Change

At a meeting of the Board of Directors following the Annual General Meeting, pursuant to the provisions of Section 13.04 of the Company Articles, which allows the board to appoint one more member to the board within the current year, the board elected Mr. James Grdina of Phoenix, Arizona to serve as the fourth independent of five directors, until the 2003 Annual General Meeting of the shareholders.

Mr. Grdina has been appointed by the Board of Directors, to hold the office of Secretary for the ensuing year or until a successor is elected or appointed.

Item 5. Full Description of Material Change

Section 13.04 of the Company Articles states:
“The directors have the power at any time and from time to time to appoint any person as a director to fill a casual vacancy in the directors. The directors shall have the power at any time and from time to time to appoint one or more directors; but the number of the directors shall not at any time exceed one-third of the number of directors elected or appointed at the last annual general meeting of the Company. Any director so appointed holds office only until the conclusion of the next following annual general meeting of the Company, but is eligible for re-election at that meeting.”

Particulars of Mr. Grdina and his principal occupations are as follows:

Name, municipality of residence and position(s) held	Principle Occupation(s) within the five preceding years	Director Since	Shares Owned
James Grdina II Director Corporate Secretary Phoenix, AZ	Founder and President of Unitec Inc.; formerly Sales & Marketing Director of Fiberline Communications	28-Jun-02	227,900 Direct

Mr. Grdina is the Chairman of the Company's Audit Committee.

The aggregate number of options granted to purchase Common Shares of the Company to Mr. Grdina, which remain outstanding as of the date hereof are as follows:

No. of Shares subject to Option	Price per Common Share	Expiry Date
50,000 50,000	$0.70 $0.35	May 15, 2006 May 15, 2006
100,000		

The aforesaid options are non-assignable and have been granted as incentives and not in lieu of any compensation for services.

Please see Press Release dated August 7, 2002.

Item 6. Reliance on Section 85(2) of the British Columbia *Securities Act and* Section 118(2) of the Alberta *Securities Act*

None

Item 7. Omitted Information

None

Item 8. Senior Officers

Kevin Parkinson, President and Chief Executive Officer

Telephone No.: 604-888-1657

Item 9. Statement of Senior Officer

"The foregoing accurately discloses the material change referred to herein."

DATED at Langley, British Columbia this 7th day of August, 2002.

Radical Elastomers Inc.

By: *"Kevin Parkinson"*
Kevin Parkinson, President & CEO