

## MATERIAL CHANGE REPORT

1. *Reporting Issuer:*

Beamscope Canada Inc.  
136 Yorkville Avenue  
2<sup>nd</sup> Floor  
Toronto, Ontario  
M5R 1C2

*Date of Material Changes:*

March 15 and 16, 2001

2. *Press Release:*

The press releases attached to Schedules "A" and "B" were issued on March 15 and March 19, 2001, respectively at Toronto, Ontario.

3. *Summary of Material Changes:*

On March 15, 2001, all of the remaining directors and officers of Beamscope Canada Inc. (the "Company") resigned with immediate effect. On that same date, the Company's secured lender filed an application returnable on March 16, 2001 for the court to appoint a receiver over the assets of the Company.

On March 16, 2001, the Ontario Superior Court of Justice made an order terminating the proceedings commenced on November 14, 2000 by the Company under the *Companies' Creditors Arrangements Act*, and made a further order appointing Ernst & Young Inc. as receiver and manager of the Company.

4. *Full Description of Material Changes:*

See attached press releases.

5. *Confidential Filing:*

Not applicable.

6. *Omitted Information:*

None.

7. *Senior Officer:*

The following representative of Ernst & Young Inc., the court-appointed receiver and manager of Beamscope Canada Inc., is knowledgeable about the material changes and this report: Alex Morrison (tel. 416-941-7743).

8. *Statement of Senior Officer:*

The foregoing accurately discloses the material change referred to herein.

**DATED** at Toronto, Ontario this 23th day of March, 2001.

**ERNST & YOUNG INC.**, in its capacity as  
court-appointed Receiver and Manager of  
Beamscope Canada Inc. and not in its  
personal capacity

*“Alex Morrison”*

Per: \_\_\_\_\_  
Alex Morrison

## Canadian Company Press Releases

**BSP** 2001-03-15 (provided courtesy of BCE Emergis E-News Services)

### **Beamscope Directors & Officers Resign Receiver May Be Appointed**

Toronto, Ontario --

Beamscope Canada Inc. today announced that all of its remaining directors and officers have resigned, effective today. Furthermore, the secured lender has today filed an application, returnable March 16, 2001, for the court to appoint a receiver over the assets of the company. This is the same date as the extension of the stay Beamscope obtained under the Companies' Creditors Arrangement Act (Canada) on November 14, 2000 is set to expire.

Beamscope is a sales, marketer and distributor of video entertainment products. Through Flex Logistics, an independent third-party logistics company, Beamscope also provides a wide range of logistics services for manufacturers, retailers and e-tailers. In addition to Beamscope's core business it has interests in two other ventures, Ironside Technologies Inc., a company that specializes in creating business-to-business Internet electronic commerce software solutions, and Unisel Holdings S.A., a joint venture in Latin America, which distributes computer products in Chile, Argentina and Brazil.

Beamscope can be found at [www.beamscope.com](http://www.beamscope.com)

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Source: Beamscope Canada Inc.

## **PRESS RELEASE**

### **Beamscope Canada Inc.**

Beamscope Canada (TSE: BSP)

TORONTO, March 19 /CNW/ - The Ontario Superior Court of Justice made an Order terminating the proceedings commenced on November 14, 2000 by Beamscope Canada Inc. ("Beamscope") under the Companies' Creditors Arrangements Act. The Court made a further Order dated today appointing Ernst & Young Inc. as Receiver and Manager of Beamscope.

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For further information:

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Ernst & Young