

SECURITIES ACT
(British Columbia and Ontario)

Material Change Report Under:

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

Item 1 Reporting Issuer

Mosaic Technologies Corporation (the “Issuer”)
1133 Regent Street, Suite 500
Fredericton, New Brunswick E3B 3Z2

Item 2 Date of Material Change

May 8, 2003

Item 3 Press Release

A press release providing notice of the material change was issued on May 8, 2003 and distributed by the TSX Exchange.

Item 4 Summary of Material Change

Mosaic Technologies Corporation (Mosaic) has announced that it has entered into an asset purchase agreement with Maxim Training Corporation (UK) Ltd. (Maxim), in which Maxim agreed to acquire certain assets and employees from Mosaic.

Item 5 Full Description of Material Change

Mosaic Technologies Corporation (Mosaic) has announced that it has entered into an asset purchase agreement with Maxim Training Corporation (UK) Ltd. (Maxim). In this transaction, Maxim has agreed to acquire certain assets and employees from Mosaic specifically related to Mosaic’s product design business in exchange for \$600,000 cash and \$1,000,000 of shares.

Included in the sale are tools, materials and processes that have been developed and implemented by Mosaic’s development group and R&D group over the last three years. This intellectual property enables rapid development of high-quality e-Learning products and blended learning models for deployment in academic, government and corporate learning environments.

Mosaic Chairman Rick Buckingham said, “The Company has made a significant investment into the development of our IP (intellectual property), and designed it for use in large distributed environments. It is a perfect fit for its new owner, in the execution of product development and implementation in their KnowledgePool operations in the UK and North America. It is another good example of New Brunswick’s leadership in the field of e-Learning and a great opportunity for our homespun IP to hit the world stage.”

Mosaic will continue to own and operate its private post-secondary division with Applied Multimedia Training Centres in Winnipeg, Regina, and Calgary and Pitman College in Vancouver.

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

This Material Change Report is not confidential.

Item 7 Omitted Information

Not applicable.

Item 8 Senior Officer

Contact: Richard Buckingham, Chairman
Telephone: (506) 462-9040

Item 9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at the City of Fredericton, in the Province of New Brunswick, this 13th day of June 2003.

MOSAIC TECHNOLOGIES CORPORATION

Per: “Richard Buckingham”
Richard Buckingham, Chairman

IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THIS REGULATION THAT, AT THE TIME AND IN LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.