MATERIAL CHANGE REPORT

Under Section 85(1) of the Securities Act (British Columbia)
Under Section 118(1) of the Securities Act (Alberta)

Item 1. **Reporting Issuer**

The full name of the Issuer is Global Light Telecommunications Inc. whose principal office is located at 530 – 999 West Hastings Street, Vancouver, British Columbia.

Item 2. **Date of Material Change**

The effective date of the material change herein reported is April 10, 2002.

Item 3. **Press Release**

The press release pertaining to the material change herein reported was issued on April 10, 2002 at Vancouver, British Columbia.

Item 4. **Summary of Material Change**

The Issuer has completed a US$2,281,057 private placement of units comprised of one share at a price of US$0.80 and one-half of a share purchase warrant exercisable at a price of US$0.80 per share for a period of two years.

Additionally, the Issuer has issued or will issue shares to settle debts in the aggregate amount of US$4,376,350 at an average price of over US$2.00 per share.

Item 5. **Full Description of Material Change**

The Issuer reports that it has completed a US$2,281,057 private placement of units comprised of one share at a price of US$0.80 and one-half of a share purchase warrant exercisable at a price of US$0.80 per share for a period of two years. A commission of up to 3.0% will be paid. Proceeds from the private placement will be used for working capital. In addition, pursuant to certain debt settlement arrangements as described in the recent bulletins of the Canadian Venture Exchange, the Company has issued or will issue shares to settle debts in the aggregate amount of US$4,376,350 at an average price of over US$2.00 per share.

The securities issued in connection with the private placement and the debt settlement are subject to re-sale restrictions, including a hold period restricting re-sale during a hold period of four months from the date of issuance, under applicable Canadian securities laws and the policies of the Canadian Venture Exchange. The securities have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States unless so registered or in compliance with an exemption from such registration requirements.

For a full description of the material change, please see the press release attached hereto as Schedule "A".

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

Not applicable.

Item 7. **Omitted Information**

No significant facts have been omitted from this report.

Item 8. **Senior Officers**

Donald D. MacFayden, Chief Financial Officer is the officer of the Issuer who is knowledgeable about the details of this material change report. Mr. MacFayden may be contacted by telephone at:

(604) 688-0553

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 10th day of April, 2002.

"Robert Gardner"
Robert Gardner
Director

Schedule “A”

April 10, 2002

(AMEX: GBT)

Global Light Completes Equity Placement

VANCOUVER, British Columbia, April 10, 2002 — Global Light Telecommunications Inc. reports that it has completed a US$2,281,057 private placement of units comprised of one share at a price of US$0.80 and one-half of a share purchase warrant exercisable at a price of US$0.80 per share for a period of two years. A commission of up to 3.0% will be paid. Proceeds from the private placement will be used for working capital. In addition, pursuant to certain debt settlement arrangements as described in the recent bulletins of the Canadian Venture Exchange, the Company has issued or will issue shares to settle debts in the aggregate amount of US$4,376,350 at an average price of over US$2.00 per share.

The securities issued in connection with the private placement and the debt settlement are subject to re-sale restrictions, including a hold period restricting re-sale during a hold period of four months from the date of issuance, under applicable Canadian securities laws and the policies of the Canadian Venture Exchange. The securities have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States unless so registered or in compliance with an exemption from such registration requirements.

For further information please contact:

Robert Blankstein
Global Light Telecommunications
604-688-0553 or 888-234-4423

No stock exchange has reviewed or approved the contents of this press release. The Canadian Venture Exchange Inc. does not accept responsibility for the accuracy or adequacy of this press release.