# SUREFIRE COMMERCE INC.

## MATERIAL CHANGE REPORT

**Pursuant to:** Subsection 85(1) of the *Securities Act* (British Columbia)
Subsection 118(1) of the *Securities Act* (Alberta)
Subsection 75(2) of the *Securities Act* (Ontario)

**Item 1. Reporting Issuer:**

The name of the reporting issuer is SureFire Commerce Inc. Its principal office is located at 2 Place Alexis Nihon, 3500 de Maisonneuve Blvd. West, Suite 700, Westmount, Quebec, H3Z 3C1 and its telephone number is (514) 380-2700.

**Item 2. Date of Material Change:**

February 28, 2003

**Item 3. Press release:**

A press release was issued in Montreal, Quebec on February 28, 2003 with respect to the material change.

**Item 4. Summary of Material Change:**

Surefire Commerce Reports Return to Operating Profit in Q3.

*Results confirm financial turnaround; merger with ebs set to close in March will increase profitability, diversification and international reach.*

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

See Press Release attached hereto.

**Item 6. Reliance on: Section 75(3) of the *Securities Act* (Ontario) and Section 73(1) of the *Securities Act* (Quebec)**

Not applicable.

**Item 7. Omitted Information:**

No information has been omitted in respect of the material change.

**Item 8. Senior Officers:**

Further information with respect to the material change described in this material change report may be obtained from:

Mr. David Schwartz
**SureFire Commerce Inc.**
at (514) 380-2730
or at david.schwartz@sfcommerce.com

**Item 9. Statement of Senior Officer:**

The foregoing accurately discloses the material change referred to herein.

**DATED** at Montreal, Quebec, this 28th day of February, 2003.

**SUREFIRE COMMERCE INC.**

Per: *(signed "David Schwartz")*
David Schwartz, Chief Financial Officer