

XILLIX TECHNOLOGIES CORP.

Form 27
Securities Act

Material Change Report

Item 1. Reporting Issuer

Xillix Technologies Corp.
100 - 13775 Commerce Parkway
Richmond, British Columbia
V6V 2V4

Item 2. Date of Material Change

November 16, 2000

Item 3. Press Release

Press release was issued at Richmond, B.C. on November 16, 2000.

Item 4. Summary of Material Change

Mr. Pierre Leduc who previously held the positions of President and Chief Executive Officer is appointed Chairman of the Board and Chief Executive Officer.

Ms. Cynthia Roney is appointed President and is elected to the Board of Xillix Technologies Corp.

Item 5. Full Description of Material Change

See attached press release dated November 16, 2000

Item 6. Reliance on Section 67(2) of the Securities Act of British Columbia and similar provisions under the statutes of other Provinces.

N/A

Item 7. Omitted Information

N/A

Item 8.Contact

The following senior officer of the Company is knowledgeable about the material change and may be contacted respecting the change:

Pierre Leduc, Chairman of the Board and Chief Executive Officer
(604) 278-5000

Item 9.Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Richmond, British Columbia, November 16, 2000.

“Pierre Leduc”
Pierre Leduc
Chairman of the Board and Chief Executive Officer

XILLIX NEWS RELEASE

For Immediate Release

November 16, 2000

XILLIX ANNOUNCES APPOINTMENT OF CYNTHIA RONEY AS PRESIDENT

Richmond, B.C. – The Board of Directors of Xillix Technologies Corp., is pleased to announce the following executive appointments effective immediately:

Mr. Pierre Leduc who previously held the positions of President and Chief Executive Officer is appointed Chairman of the Board and Chief Executive Officer. This appointment will allow Mr. Leduc to devote his attention to long-term strategic initiatives involving corporate alliances and expansion of Xillix's core technology.

“This is an important time to carefully plan Xillix's future as the decisions we make today in terms of new partners and new directions will be key to our future success. This is also an ideal time to set in place a succession plan to ensure that we have the organizational structure to manage these initiatives over the long-term”, said Mr. Leduc.

Ms. Cynthia Roney is appointed President and is elected to the Board of Xillix Technologies Corp. Ms. Roney joined Xillix in March 1995 as Director of Marketing. In January 1997, Ms. Roney was appointed Vice President, Business Development. Ms. Roney's background includes over 15 years of healthcare sales and marketing experience with medical companies such as Baxter Corporation, the Canadian subsidiary of Baxter International and Physio-Control Corporation. Ms. Roney holds a B.A. (Economics) from the University of Western Ontario, London. In her capacity as President, Ms. Roney will be responsible for all operational aspects of the Company and will remain actively involved in strategic alliance planning and implementation.

Mr. Michael Perri is appointed Secretary to the Board of Directors. Mr. Perri joined Xillix in June 1997 and was appointed Vice President and Chief Financial Officer in March 1998. Mr. Perri received his C.A. with Ernst & Young in 1979 and he has over 18 years of experience in finance and accounting, including experience in the computer software community. Mr. Perri will be responsible for all financial and investor relations matters.

“Xillix is well positioned to advance its Onco-LIFE™ development and partnership initiatives,” said Mr. Robert Allan, Vice President of MDS Capital Corp. and Xillix Lead Director. “The Company is financially sound with reasonable cash reserves, no debt and Xillix is recognized worldwide for its clinically proven platform technology.”

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Xillix's fluorescence based medical imaging technology helps physicians diagnose early-stage lung and gastrointestinal cancers. When tissue containing abnormal cells is exposed to light from Xillix's patented fluorescence imaging devices, physicians are able to improve detection of precancerous and cancerous cells. In clinical studies of Xillix's first generation lung device, the U.S. Food and Drug Administration ("FDA") confirmed that Xillix's device improved the physician's ability to detect lung cancer by 171% compared with conventional white light bronchoscopy alone and granted FDA approval in less than nine months. On March 22, 2000, Xillix announced plans for its latest development Onco-LIFE™, which will result in a new fluorescence endoscopy video system for the detection and localization of early cancer in the lung and gastrointestinal tract.

The Company is listed on the Toronto Stock Exchange under the trading symbol "XLX".

For more information, visit our website at www.xillix.com
or contact: Michael Perri, Vice President, Chief Financial Officer and Secretary
Tel: (604) 278-5000 or e-mail: ir@xillix.com