

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

June 6, 2001

Item 3. Press Release

Press release was issued at Richmond, B.C. on June 11, 2001

Item 4. Summary of Material Change

Mr. Pierre Leduc who previously held the positions of Chairman and Chief Executive Officer has resigned his position as Chief Executive Officer effective June 29, 2001. **Mr. Leduc will remain as Chairman of the Board.**

Ms. Cynthia Roney who previously held the position of President is appointed **Chief Executive Officer and President** of Xillix Technologies Corp. The appointment is effective June 29, 2001.

Dr. Richard Cline who previously held the position of Director of Research and Development is appointed **Vice President, Research and Development** of Xillix Technologies Corp. The appointment is effective immediately.

Item 5. Full Description of Material Change

See attached press release dated June 11, 2001.

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
(604) 278-5000

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Richmond, British Columbia, June 11, 2001.

“Pierre Leduc”
Pierre Leduc
Chairman of the Board

XILLIX NEWS RELEASE

For Immediate Release

June 11, 2001

XILLIX ANNOUNCES APPOINTMENT OF CYNTHIA RONEY AS CEO AND DR. RICHARD CLINE AS VICE PRESIDENT, RESEARCH AND DEVELOPMENT

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

Mr. Pierre Leduc is appointed **Chairman of the Board** for the 2001/2002 term effective immediately. Mr. Leduc previously held the positions of Chairman and Chief Executive Officer. As a continuation of the Company's succession planning previously announced on November 16, 2000, Mr. Leduc will be resigning from his position as Chief Executive Officer of the Company effective June 29, 2001. Mr. Leduc stated that "the transition period has gone very smoothly and the new management team is ready to address the Company's current and long term initiatives." Mr. Leduc also stated that "in my role as a Director of the Company and Chairman of the Board, I remain committed and actively involved in the Company's strategic planning and business initiatives."

Ms. Cynthia Roney will become **Chief Executive Officer and President** effective June 29, 2001. Ms. Roney joined Xillix in March 1995 as Director of Marketing. In January 1997, Ms. Roney was appointed Vice President, Business Development and in November 2000 Ms. Roney was appointed President of the Company. 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. in Economics from the University of Western Ontario, London.

Dr. Richard Cline is appointed **Vice President, Research and Development** effective immediately. Dr. Cline joined Xillix in October 1994 to head the Xillix LIFE-GI development and was appointed Director of Research and Development in September 1999. Dr. Cline has a Ph.D. in Physics from Brown University, Providence, RI. Dr. Cline has held Academic positions at a number of universities including: the Massachusetts Institute of Technology, Purdue University, and the University of British Columbia. Prior to joining Xillix, Dr. Cline was Product Manager at Ebco Technologies Inc. Dr. Cline, the author of several patents and publications relating to fluorescence imaging, will be responsible for directing the Company's research and development strategy and the current Onco-LIFETM development project.

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“On behalf of the Board of Directors, we are please to appoint Cynthia Roney as Chief Executive Officer and President and Dr. Richard Cline, as Vice President, Research and Development” said Mr. Leduc. “Both individuals are very knowledgeable and dedicated to Xillix and its fluorescence technology. We feel the new management team is well positioned to advance Onco-LIFE development and the partnership initiatives currently underway.”

Ms. Roney said, “On behalf of Xillix staff, I would like to thank Pierre for his efforts and dedication to the Company and the remarkable leadership in guiding Xillix through the FDA approval of its Xillix LIFE-Lung product in 1996 and the very difficult events which occurred in 1999 and which were successfully resolved in August 2000.”

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 detect precancerous and cancerous cells. In clinical studies of Xillix’s lung product, the U.S. Food and Drug Administration (“FDA”) confirmed that Xillix’s product 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.

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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