

Xillix Technologies Corp.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Xillix Technologies Corp. (the “**Issuer**”)
100 – 13775 Commerce Parkway
Richmond, British Columbia

Item 2. Date of Material Change

April 2, 2007.

Item 3. News Release

A news release disclosing the material change was issued at Richmond, British Columbia, on April 2, 2007.

Item 4. Summary of Material Change

The Issuer announced that following the death last week of Brett Gannon, President and Chief Executive Officer, the board of directors has decided to apply to Court for appointment of an interim receiver.

Item 5.1 Full Description of Material Change

The Issuer announced that following the death last week of Brett Gannon, President and Chief Executive Officer, the board of directors has decided to apply to Court for appointment of an interim receiver. It is expected that this application will be heard later this week or early next week.

The Issuer is subject to an order of the Court which provides protection under the *Companies’ Creditors Arrangement Act* (the “**CCAA**”). The appointment of an interim receiver will provide the Issuer with an opportunity to continue to develop and implement a reorganization plan under the **CCAA**.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

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

John Fengler, Officer
(604) 278-5000

Item 9. Date of Report

DATED at Richmond, British Columbia this 5th day of April, 2007.

“Signed”

John Fengler
Officer