FORM 53-901F *SECURITIES ACT* (BRITISH COLUMBIA) MATERIAL CHANGE REPORT UNDER SECTION 85(1)
FORM 27 *SECURITIES ACT* (ALBERTA) MATERIAL CHANGE REPORT UNDER SECTION 118(1)
FORM 27 *SECURITIES ACT* (ONTARIO) MATERIAL CHANGE REPORT UNDER SECTION 75(2)

[NOTE: Every report required to be filed under the foregoing Acts shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".]

[NOTE: Where this report is filed on a confidential basis, put at the beginning of the report in block capitals "CONFIDENTIAL", and everything that is required to be filed shall be placed in an envelope addressed to the Commission marked "CONFIDENTIAL".]

1. Reporting Issuer

Full name of the Issuer:

AURCANA CORPORATION (the "Company")

The address of the principal office in Canada of the reporting issuer is as follows:

Suite 900, 475 Howe Street
Vancouver, BC V6C 2B3

PHONE: (604) 669-6656

2. Date of Material Change

August 22, 2002

3. Press Release

The date and place(s) of issuance of the press release are as follows:

August 22, 2002

The Press Release was released to TSX Venture Exchange, being the only exchange upon which the shares of the Company are listed, and through various other approved public media.

4. Summary of Material Change(s)

A summary of the nature and substance of the material change is as follows:

Subject to TSX Venture Exchange ("TSX") approval, the Company has granted stock options to a director and employees of the Company.

5. Full Description of Material Change

Aurcana announces the appointment of Mr. John McCluskey to the Board of Directors replacing Mr. Robert Evans. Mr. Evans retains his position of Corporate Secretary with the Company.

Aurcana further announces, subject to regulatory approval, the granting of 100,000 stock options with an exercise price of $0.16 for a period of five years to Mr. McCluskey, as well as 200,000 options to employees at exercise prices of $0.25 and $0.30 for a period of twelve months.

6. Reliance on Section 85(2) of the *Securities Act* (British Columbia) or,
Reliance on Section 118(2) of the *Securities Act* (Alberta)

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officer

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the following address and telephone number:

Ken Booth, President
Suite 900, 475 Howe Street
Vancouver, British Columbia
V6C 2B3

PHONE: (604) 331-9333

9. Statement of Senior Officer

The foregoing accurately discloses the material change(s) referred to herein.

DATED at Vancouver, British Columbia, this 22nd day of August, 2002.

Ken Booth, President