FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA), SECTION 118(1) OF THE *SECURITIES ACT* (ALBERTA) AND UNDER SECTION 75(2) OF THE *SECURITIES ACT* (ONTARIO)

1. Reporting Issuer

Redekop Properties Inc.
3337 West 4th Avenue
Vancouver, British Columbia
V6B 4N7
Telephone: (604) 662-8144

2. Date of the Material Change

March 2, 2001

3. News Release

March 5, 2001 at Vancouver, British Columbia.

4. Summary of Material Change

On March 2, 2001, Sun Life Assurance Company of Canada issued foreclosure proceedings against 535401 B.C. Ltd., formerly Redekop Properties (Middlegate) Inc., and Montreal Trust Company of Canada filed a Notice of Intention to Enforce Security against the Company under the *Bankruptcy and Insolvency Act*.

Robert W. (Bob) Garnett, R.L. (Dick) Richards and Robert W. King have resigned as Directors of the Company, leaving Peter Redekop as the sole Director of the Company.

5. Full Description of Material Change

Please see the March 5, 2001 news release attached.

6. Reliance on Section 85(2) of the *Securities Act* (British Columbia), Section 118(2) of the *Securities Act* (Alberta) and Section 75(3) of the *Securities Act* (Ontario)

Not applicable.

7. Omitted Information

Not applicable.

8. Senior Officer

Peter Redekop
President
Telephone Number: (604) 662-8144

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 6th day of March, 2001.

(signed) *"Peter Redekop"*
Peter Redekop, President

REDEKOP PROPERTIES INC.

Vancouver, B.C. – Monday, March 5, 2001 - Redekop Properties Inc. (the "Company") (TSE:RPI) today reports that Sun Life Assurance Company of Canada has issued foreclosure proceedings against 535401 B.C. Ltd. and Montreal Trust Company of Canada has filed a Notice of Intention to Enforce Security against the Company under the *Bankruptcy and Insolvency Act*.

On December 4, 2001, the Company and 535401 B.C. Ltd., formerly Redekop Properties (Middlegate) Inc., applied for and were granted a protective order under the *Companies Creditors Arrangement Act*. On February 9, 2001, the protective order was extended to 536847 B.C. Ltd., another affiliate of the Company. On March 2, 2001, the British Columbia Supreme Court dismissed an application by the Company and its affiliates for an order entitling the Company to file a plan of arrangement under the *Companies Creditors Arrangement Act*. In dismissing the petition, the Court withdrew the protective order previously granted to the Company and its affiliates.

Following the withdrawal of the protective order, Sun Life Assurance Company of Canada issued foreclosure proceedings against 535401 B.C. Ltd. in respect of that company's Town Centre at Middlegate development site. Also, Montreal Trust Company of Canada filed a Notice of Intention to Enforce Security under the Trust Indenture governing the Company's five million, five hundred and forty-nine thousand dollar (face value) 10.25% Subordinated Redeemable Debentures maturing June 18, 2001. The notice was filed under the *Bankruptcy and Insolvency Act*. As previously disclosed, the Company is also in default under the Trust Indenture governing its ten million dollar (face value) 10% Subordinated Convertible Redeemable Debentures maturing December 24, 2002.

The Company is discussing settlement alternatives with the parties to these proceedings. There can be no assurance that these discussions will result in a settlement. Any settlement in respect of the Company's outstanding Debentures would be subject to the approval of the holders of the Debentures.

On March 2, 2001, Robert W. (Bob) Garnett and R.L. (Dick) Richards resigned as Directors of the Company. On March 5, 2001, Robert W. King also resigned as a Director of the Company, leaving Peter Redekop as the sole Director of the Company.

The Company's shares are listed on the Toronto Stock Exchange under the symbol RPI. The Company's internet address is www.redekop.com

For further information please contact:

Investor Relations **604-662-8144**