

1. Reporting Issuer Minacs Worldwide Inc. (the "Company")

Principal Address: 180 Duncan Mill Road, Toronto, ON M3B 1Z6
2. Date of Material Change June 22, 2005
3. Publication of Material Change

The press release attached as Exhibit "A" was released through the facilities of the Canadian Newswire on June 22nd, 2005.
4. Summary of Material Change

The Company announced the addition of two new members to its Board of Directors, effective immediately: Justin A. Connidis, and John G. Simmonds.
5. Full Description of the Material Change
The Company announced the addition of two new members to its Board of Directors, effective immediately. Joining the Minacs Board are Justin A. Connidis, a veteran business and legal advisor with expertise in business planning and implementation, mergers and acquisitions, and corporate governance; and John G. Simmonds, a businessman with over 35 years of international experience across a wide range of industry sectors.
6. Reliance on Section 75(3) of the Ontario Securities Act

Not Applicable.
7. Omitted Information

Not Applicable.
8. Senior Officers

The name of the senior officer of the Company who is knowledgeable about the material change and who can be contacted is Ms. Elaine Minacs, Chief Executive Officer, 180 Duncan Mill Road, Toronto, Ontario, M3B 1Z6, Tel: (416) 380-3800, Fax: (416) 380-3829.

9. Statement of Senior Officer

The foregoing accurately discloses the material changes referred to herein.

DATED this 24th day of June 2005

A handwritten signature in black ink, reading "Elaine Minacs". The signature is written in a cursive style with a large, sweeping initial "E" that loops around the first part of the name.

Elaine Minacs
Chief Executive Officer

Exhibit A



news release

Minacs names Justin A. Connidis and John G. Simmonds to its Board of Directors

Toronto, ON, June 22, 2005—Minacs Worldwide Inc. (TSX: MXW), a leading provider of high value business process outsourcing solutions, today announced the addition of two new members to its Board of Directors, effective immediately. Joining the Minacs Board are Justin A. Connidis, a veteran business and legal advisor with expertise in business planning and implementation, mergers and acquisitions, and corporate governance; and John G. Simmonds, a businessman with over 35 years of international experience across a wide range of industry sectors.

Justin A. Connidis, of Kingston, ON has served as a director or senior officer of numerous companies including ClubLink Corporation, Glenayre Electronics Ltd., and ELI Eco Logic Inc., and continues to serve as Chairman of Seprotech Systems Inc. and as a director of Hearthmakers Energy Co-operative Inc. Justin is a former General Counsel of the Ontario Securities Commission, and a former partner of Blake, Cassels & Graydon, where he practiced corporate and securities law. He currently is counsel to Ottawa-based law firm Milton, Geller LLP and Toronto-based law firm Aylesworth Thompson Phelan O'Brien LLP. Justin is an Adjunct Professor at the Queen's University Faculty of Law.

John G. Simmonds, of King City, ON is Chief Executive Officer of Wireless Age Communications Inc., a consolidation of retail, wholesale and engineering businesses within the wireless products and services industry. He is also Chairman of gaming and entertainment company TrackPower, Inc. John's previous roles have included Chairman of Circuit World, Director of Glenayre Electronics Ltd., and founder of merchant bank Simmonds Capital Limited, as well as executive or board positions with several communications and wireless businesses.

"Both Justin and John will complement our existing Directors with skill sets we believe will help Minacs realize its strategic objectives," said Minacs Chair Ron Kitchen. "Justin's expertise in mergers and acquisitions and corporate governance issues will be invaluable as we embark on an aggressive growth strategy. Likewise, we expect to benefit from John's entrepreneurial skills, and in particular his experience in the telecom and wireless sectors – two industry verticals of increasing importance to Minacs."

The Minacs Board now includes eight Directors. Justin A. Connidis is joining the Governance Committee, and John G. Simmonds is joining the Audit Committee.

About Minacs

Minacs provides customized business process outsourcing (BPO) solutions focused on three core areas of capability: contact center solutions, integrated marketing services, and back office administration. We combine our expertise in these areas to create industry segment practices that improve revenue, customer service, and operating margin for our clients.

With more than 4500 employees from operating locations in Canada, the United States, and Europe, Minacs has established successful industry practices with clients in the automotive, financial services, telecom and technology, public sector and consumer products verticals. For more information, please visit the Minacs website at www.minacs.com.

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For further information, contact:

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