

**BMTC GROUP INC.
MATERIAL CHANGE REPORT**

Item 1. Reporting Issuer

BMTC Group Inc.
8500, Place Marien
Montréal, Québec
H1B 5W8

Item 2. Date of Material Change

May 4, 2004

Item 3. Press Release

The Company issued a press release on May 4, 2004.

Item 4. Summary of Material Change

See Full Description of Material Change in Item 5 below.

Item 5. Full Description of Material Change

See copy of the press release attached hereto as schedule A.

Item 6. Confidential Filing

N/A

Item 7. Omitted Information

N/A

Item 8. Senior Officer

For further information contact Mr. Yves Des Groseillers, Chairman, President and Chief Executive Officer of the Company at (514) 648-5757.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at this 4th day of May, 2004.

BMTC GROUP INC.

Per : (signed) Yves Des Groseillers

Name: Yves Des Groseillers

Title: Chairman, President and
Chief Executive Officer

SCHEDULE A

(see attached)

BMTC GROUP INC.

PRESS RELEASE

For immediate release

**BMTC GROUP INC. ANNOUNCES THE SETTLEMENT OF THE STRIKE AT THE
DISTRIBUTION CENTRE OF ITS SUBSIDIARY BRAULT & MARTINEAU INC.**

Montreal, Quebec, May 4, 2004

BMTC Group inc. announced today that its subsidiary Brault & Martineau Inc. has concluded an agreement with the employees of its distribution center, which has been ratified at a general meeting yesterday evening. This settles the labour dispute that started on April 16, 2004. All normal activities of the Montreal distribution center resume today.

BMTC Group inc., which Class A Subordinate Voting Shares are listed on the Toronto Stock Exchange, is an important retailer of furniture, electronic goods and household appliances in the Montreal, Quebec City, Laval, Ste-Foy, Sherbrooke, Trois-Rivières, Rimouski, St-Georges, Rivière-du-Loup, Chicoutimi, and Gatineau regions through its affiliates Brault & Martineau inc. and Ameublements Tanguay inc.

Information : Mr. Yves Des Groseillers
 Chairman, President and
 Chief Executive Officer
 BMTC Group inc.

(514) 648-5757