

ZI CORPORATION
Suite 300, 500 - 4th Avenue S.W.
Calgary, Alberta
T2P 2V6

ALBERTA SECURITIES COMMISSION

19th Floor, 10025 Jasper Avenue
Edmonton, Alberta
T5K 3Z5

ONTARIO SECURITIES COMMISSION AGENCY

Suite 1800, Box 55
20 Queen Street West
Toronto, Ontario M5H 3S8

Attention: Market Surveillance

Dear Sirs:

Re: ZI CORPORATION
Material Change Report Under Section 118 of the *Securities Act* (Alberta)
and Section 75(2) of the *Securities Act* (Ontario)

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Zi Corporation (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta) and the *Securities Act* (Ontario) respectively. Concurrent with this filing, this letter is being filed with The Toronto Stock Exchange, and the NASDAQ stock market, being the only exchanges on which the Corporation's shares are currently listed.

Item 1 - Reporting Issuer

Zi Corporation

Suite 300, 500 - 4th Avenue S.W.
Calgary, Alberta T2P 2V6
Telephone: (403) 233-8875
Facsimile: (403) 233-8878

Item 2 - Date of Material Change

June 15, 2000

Item 3 - News Release

A Press Release was issued on June 20, 2000.

Item 4 - Summary of Material Change

The Corporation completed the acquisition of EnglishPractice.Com Inc., a private Alberta company in consideration of the issuance of 250,000 common shares of the Corporation and US\$226,000 cash.

Item 5 - Full Description of Material Change

The Corporation completed the acquisition of EnglishPractice.Com Inc., a private Alberta company in consideration of the issuance of 250,000 common shares of the Corporation at a deemed price of \$14.50 and US\$226,000 cash. Of the 250,000 common shares issued, 170,000 common shares have been deposited in escrow to be released upon achieving certain performance milestones.

The founders of EnglishPractice.com; Jason Hiebert and Derek Kunz will continue to operate and enhance the EnglishPractice.com Web site.

EnglishPractice.Com Inc. owns two proprietary software products: The Lesson Manager and The Content Generator. The Lesson Manager allows teachers to enter questions and quizzes through a user-friendly interface and The Content Generator converts the content entered into Java applications and the corresponding HTML pages.

For further information, please contact:

George C. Tai

Senior Vice-President, General Counsel

Phone: (403) 233-8875

Email: gtai@zicorp.com

Web site: <http://www.zicorp.com>

Item 6 - Reliance on Section 118(2) of the Securities Act

Not applicable.

Item 7 - Omitted Information

No omitted information.

Item 8 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Telephone: (403) 233-8875

Facsimile: (403) 233-8878

Item 9 - Statement of a Senior Officer

The foregoing accurately discloses the material change referred to in this report.

DATED at Calgary, Alberta, this 20th day of June, 2000.

Yours truly,

ZI CORPORATION

Per: “Signed”
George C. Tai
Senior Vice-President, General Counsel