

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 53-901F
(formerly Form 27)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

AssistGlobal Technologies Corp.
Cathedral Place
Suite 1304 – 925 West Georgia Street
Vancouver, BC V6C 3L2

Item 2. Date of Material Change

April 20, 2004

Item 3. Press Release

April 20, 2004, at Vancouver, BC, Canada.

Item 4. Summary of Material Change

AssistGlobal Technologies Corp. announces its audited results for the year ending December 31, 2003.

Item 5. Full Description of Material Change

See attached press release

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

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

Sokhie Puar
Director
(604) 684-2181

Peeyush Varshney
Corporate Secretary
(604) 684-2181

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated this 20th day of April 2004.

"Peeyush K. Varshney"

Peeyush K. Varshney

Name

Corporate Secretary

Position / Title

Vancouver, B.C.

Place of Declaration