

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

ADVANTEX MARKETING INTERNATIONAL INC.
491 Eglinton Avenue West, Third Floor
Toronto, Ontario M5N 1A8

Item 2 Date of Material Change

October 19, 2005

Item 3 News Release

On October 19, 2005, a news release in respect of the material change was disseminated through Canada NewsWire, Canadian Disclosure Network.

Item 4 Summary of Material Change

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated herein.

Item 5 Full Description of Material Change

No information other than that provided in Item 4 above is presently available.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This report is not being filed on a confidential basis.

Item 7 Omitted Information

No information has been omitted.

Item 8 Executive Officer

G. Randall Munger, Chairman of the Board and Chief Executive Officer

Item 9 Date of Report

DATED at Toronto, in the Province of Ontario, this 20th day of October, 2005.

**ADVANTEX MARKETING
INTERNATIONAL INC.**

Per: "G. Randall Munger"
G. Randall Munger

SCHEDULE "A"



ADVANTEX

NEWS RELEASE

ADVANTEX APPOINTS PRESIDENT AND CHIEF OPERATING OFFICER

For Immediate Release
ADX: TSX

Toronto, October 19, 2005, - Advantex Marketing International Inc. (TSX:ADX) today announced the appointment of Kelly E. Ambrose as President and Chief Operating Officer, effective October 20, 2005.

Mr. Ambrose is a successful business leader with a proven track record of delivering profits. From 1999 to 2005, Mr. Ambrose was President and Chief Executive Officer at News Marketing Canada, a unit of News Corporation, a diversified international media and entertainment company with US\$24 billion revenue. Under his direction, News Marketing Canada achieved five consecutive years of record profit growth, reversing the unit's historical loss position. Mr. Ambrose left News Marketing Canada when his position was absorbed into the parent company. Prior to News Marketing, Mr. Ambrose was Chief Operating Officer of Melitta Canada from 1997 to 1999, where he led the company to its first profit in five years. Mr. Ambrose began his career at Procter & Gamble in 1980. He was promoted 9 times over the next 15 years to the senior position of National Sales Manager. His increasing responsibilities included postings in Vancouver, Calgary, Edmonton, Toronto, Halifax and Chicago where he helped develop the Customer Business Team concept with one of Procter & Gamble's top 10 worldwide customers. He holds a Bachelor of Commerce of the University of Saskatchewan.

"I am very pleased to welcome Kelly to Advantex," said G. Randall Munger, Chairman and Chief Executive Officer of Advantex. "Kelly joins us at an important time, as we implement our strategic plan, concentrating on the markets and programs in which we have a leadership position. Kelly's focus on profits, and his sales and marketing strengths, will be great assets in helping us achieve our goals."

"I am very excited to be joining Advantex," said Kelly Ambrose. "Advantex has a number of valuable business assets including its long-term relationships with major corporations and its extensive merchant partner base. My previous experience in marketing services and my ability to re-engineer organizations to maximize the potential of their assets is exactly what is required at this time. I am also looking forward to working alongside Randall Munger. His proven entrepreneurial abilities and drive, combined with my organizational and financial management skills, will create a strong executive team, enabling Advantex to move to the next level of growth and profitability. "

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About Advantex Marketing International Inc.

Advantex Marketing International Inc. is a leading marketing services company, specializing in integrated marketing solutions for its Merchant and Channel Partner clients. Advantex offers a range of products and services including coalition loyalty rewards programs, online shopping malls, direct marketing, online and email promotion, and data capture and award processing systems. Advantex loyalty partners include CIBC, United Airlines, Delta Air Lines, The New York Times, Alaska Airlines, US Airways, and other major North American corporations, as well as a growing list of restaurants, online retailers, golf courses, small inns and resorts. Advantex is traded on the Toronto Stock Exchange under the symbol "ADX". For additional information on Advantex, please visit www.advantex.com.

PART 1 THIS PRESS RELEASE MAY INCLUDE STATEMENTS ABOUT EXPECTED FUTURE EVENTS AND/OR FINANCIAL RESULTS THAT ARE FORWARD-LOOKING IN NATURE AND SUBJECT TO RISKS AND UNCERTAINTIES. ADVANTEX CAUTIONS THAT ACTUAL PERFORMANCE WILL BE AFFECTED BY A NUMBER OF FACTORS, MANY OF WHICH ARE BEYOND ITS CONTROL. FUTURE EVENTS AND RESULTS MAY VARY SUBSTANTIALLY FROM WHAT ADVANTEX CURRENTLY FORESEES. DISCUSSION OF THE VARIOUS FACTORS THAT MAY AFFECT FUTURE RESULTS IS CONTAINED IN ADVANTEX'S RECENT FILINGS WITH CANADIAN SECURITIES REGULATORY AUTHORITIES.

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For further information please contact:

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