FORM 27

s.85 1(b) *SECURITIES ACT* (BRITISH COLUMBIA)

MATERIAL CHANGE REPORT
UNDER SECTION 85(1)
OF THE *SECURITIES ACT* (BRITISH COLUMBIA) (THE "ACT")

ITEM 1. Reporting Issuer

(a) Name:

SCS Solars Computing Systems Inc. (the "Company")
210 - 1455 Bellevue Avenue
West Vancouver, British Columbia
V7T 1C3

(the "Company")

(b) Principal office in Canada:

210 - 1455 Bellevue Avenue
West Vancouver, British Columbia
V7T 1C3

ITEM 2. Date of Material Change

April 10, 2000

ITEM 3. Press Release

A press release concerning this matter was issued in Vancouver, British Columbia on April 24, 2000.

ITEM 4. Summary of Material Change

The Company has completed a private placement of 2,500,000 special warrants.

ITEM 5. Full Description of Material Change

See attached news release.

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

Not applicable.

ITEM 7. Omitted Information

None.

ITEM 8. Senior Officers

The following senior officer of the Company is knowledgeable about the material changes disclosed in this report:

Frank Wells
Vice-Chairman
Telephone No.: (604) 903-2040

ITEM 9. Statement of Officer

The undersigned, being the Vice-Chairman of the Company hereby certifies that the foregoing accurately discloses the material change referred to herein.

Executed at Vancouver, British Columbia, this 24th day of April, 2000.

FRANK WELLS
Vice-Chairman

SCS SOLARS
COMPUTING SYSTEMS INC.
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News Release

FOR IMMEDIATE RELEASE

VANCOUVER, CANADA (April 24, 2000) - SCS Solars Computing Systems Inc. (the "Company") is pleased to announce the closing of its brokered private placement consisting of 2,500,000 Special Warrants at a price of $1.20 per Special Warrant announced January 26, 2000, for aggregate gross proceeds of $3,000,000.

Each Special Warrant will entitle the holder to acquire one unit (a "Unit"), each Unit consisting of one common share in the capital of the Company (a "Share") and one-half of one non-transferable share purchase warrant (a "Warrant"). Each whole Warrant will entitle the holder to acquire one further common share of the Company (a "Warrant Share") at the exercise price of $1.30 per Warrant Share for a period of one year.

The Company has agreed to use its reasonable best efforts to file and obtain a receipt for a final prospectus in British Columbia, Alberta and such other provinces of Canada as the Company and the Agent may mutually agree upon (the "Qualifying Jurisdictions") qualifying the distribution of the Units on or before June 15, 2000 (the "Qualification Deadline"). The Company may, in lieu of filing a prospectus in British Columbia and Alberta to qualify the distribution of the Units, file an Annual Information Form in those provinces and obtain an acknowledgement of receipt therefor from the British Columbia and Alberta Securities Commissions such that the hold period on the Units will expire on or before the Qualification Date. If the Units are not qualified for distribution in the Qualifying Jurisdictions prior to the Qualification Date, each holder of the Special Warrants will be entitled to receive, upon the exercise or deemed exercise thereof, 1.1 Shares and 1.1 Warrants at no additional cost.

The Special Warrants will be exercisable at any time and from time to time on or before 5:00 p.m. (Vancouver time) on the earliest of: (i) the day which is five business days after receipts for a (final) prospectus of the Company are issued by the securities regulatory authorities in all Qualifying Jurisdictions in which the Company files such prospectus; (ii) the day which is five business days after the expiry of any statutory hold period or resale restrictions related to the Special Warrants and the Units, if such statutory hold period or resale restrictions expire or are terminated less than 330 days after the closing date; and (iii) the date which is the 330 days following the closing date. Any Special Warrants not exercised on or before that date will be exercised on the subscriber's behalf immediately prior thereto.

In consideration of Canaccord Capital Corporation (the "Agent") providing its services, the Agent was paid (i) a commission of 8% of the gross proceeds received by the Company from the sale of 2,425,000 of the Special Warrants; (ii) a corporate finance fee of 100,000 common shares in the capital stock of the Company at a deemed price of $1.20 per share; and (iii) a corporate finance and administrative services fee of $7,500. In addition, the Company issued to the Agent 625,000 special warrants exercisable at no additional cost into one share purchase warrant, each such warrant entitling the Agent to acquire one common share of the Company at the exercise price of $1.20 for a period of one year from closing.

The proceeds of the private placement will be used for sales and marketing of the Company's Solarnet and TourTek software products, and for general working capital.

SCS SOLARS COMPUTING SYSTEMS INC.

"Frank Wells"

Frank Wells
Vice-Chairman