

CAPTECH MULTICOM INC .

MATERIAL CHANGE REPORT

**Section 85(1) of the *Securities Act* (British Columbia)
Section 118(1) of the *Securities Act* (Alberta)
Clause 84(1)(B) of the *Securities Act* (Saskatchewan)
Section 73 of the *Securities Act* (Québec)**

ITEM 1 Reporting Issuer:

Captech Multicom Inc. ("Captech")
905 Michèle-Bohec Blvd.
Suite 201
Blainville, Québec
J7C 5J6

ITEM 2 Date of Material Change:

February 26th, 2002.

ITEM 3 News Release:

The press release was issued on February 26th, 2002 by using Canadian Corporate News service through the Canadian Disclosure Network, the Canadian Investment Pack in High-Tech and the French Financial Network. Copies of the English and French versions of the press release are attached to this material change report.

ITEM 4 Summary of Material Change:

Captech has completed the previously announced private placement of \$75,000 following the acceptance of the subscription from a private corporation having its head office in Québec to 500,000 common shares of its share capital at a price of \$0.15 each.

ITEM 5 Full Description of Material Change:

Captech has completed the previously announced private placement of \$75,000 following the acceptance of the subscription from a private corporation having its head office in Québec to 500,000 common shares of its share capital at a price of \$0.15 each.

The proceed of \$75,000 coming from the subscription to these shares will be added to the working capital of Captech.

Captech develops and markets real-time remote management products that can remotely manage public utilities such as electricity, natural gas and water. Captech implemented its telemonitoring system enabling the real-time and remote management of electric meters, water meters or natural gas meters. Its products also allow the remote control of alarm and domotic systems. Captech is also involved in the sale and installation of connection products such as copper and fibreoptic wiring for voice and data transmission.

ITEM 6 Reliance on Confidential Disclosure Provision:

This report is not being filed on a confidential basis.

ITEM 7 Omitted Information:

None.

ITEM 8 Senior Officers:

Mr. Hubert Dorris, President and Chief Executive Officer, tel. (450) 979-3313.

ITEM 9 Statement of Senior Officer:

The foregoing accurately discloses the material change referred to herein.

EXECUTED at Blainville, Québec, this 26th February, 2002.

(Signed) Hubert Dorris

HUBERT DORRIS
President and Chief Executive Officer,
Captech Multicom Inc.

PRESS RELEASE

CAPTECH MULTICOM INC.
Canadian Venture Exchange Inc. Symbol: MUL

FOR IMMEDIATE RELEASE

COMPLETION OF THE PRIVATE PLACEMENT

Blainville, Québec, February 26th, 2002 - Captech Multicom Inc. ("Captech") is proud to announce that it has completed the previously announced private placement of \$75,000 following the acceptance of the subscription from a private corporation having its head office in Québec to 500,000 common shares of its share capital at a price of \$0.15 each.

The proceed of \$75,000 coming from the subscription to these shares will be added to the working capital of Captech.

Captech develops and markets real-time remote management products that can remotely manage public utilities such as electricity, natural gas and water. Captech implemented its telemonitoring system enabling the real-time and remote management of electric meters, water meters or natural gas meters. Its products also allow the remote control of alarm and domotic systems. Captech is also involved in the sale and installation of connection products such as copper and fibreoptic wiring for voice and data transmission.

The Canadian Venture Exchange Inc. has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

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For additional information, please contact:

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Hubert Dorris
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dorrish@captech.ca

COMMUNIQUÉ DE PRESSE

CAPTECH MULTICOM INC.
Symbole, Canadian Venture Exchange Inc.: MUL

POUR DIFFUSION IMMÉDIATE

FINALISATION DU PLACEMENT PRIVÉ

Blainville (Québec) le 26 février 2002 - Captech Multicom Inc. (Captech) est fière d'annoncer qu'elle a complété le placement privé de 75 000 \$ précédemment annoncé suite à l'acceptation de la souscription de 500 000 actions ordinaires de son capital social au prix de 0,15 \$ chacune de la part d'une société privée ayant son siège social au Québec.

Le produit de 75 000 \$ provenant de la souscription à ces actions sera ajouté au fonds de roulement de Captech.

Captech développe et commercialise des produits de télégestion en temps réel, capables de gérer à distance les réseaux d'exploitation de services publics : électricité, gaz naturel et eau. Captech a mis au point son système de télémétrie permettant la gestion, en temps réel et à distance, de compteurs mesurant la consommation d'électricité, d'eau ou de gaz naturel. Ses produits permettent également de contrôler à distance les systèmes d'alarme et de domotique. Captech est également engagée dans la vente et l'installation de produits de connexion, soit le câblage de cuivre et de fibre optique pour la transmission de la voix et de données.

*La Canadian Venture Exchange Inc. n'a pas révisé ce communiqué de presse
et n'accepte aucune responsabilité quant à sa véracité ou son exactitude*

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Pour de plus amples informations, veuillez contacter:

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