

Alta Natural Herbs & Supplements Ltd.
Suite 1148, 20900 West Minster Hwy.
Richmond, B.C., V6V 2W3

ALBERTA SECURITIES COMMISSION
MARKET SURVEILLANCE/CONTINUOUS DISCLOSURE
19th Floor, 10025 Jasper Avenue
Edmonton, Alberta T5K 3Z5
Attention: Executive Director

BRITISH COLUMBIA SECURITIES COMMISSION
MARKET SURVEILLANCE/CONTINUOUS DISCLOSURE
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, British Columbia
V7Y 1L2
Attention: Executive Director

Dear Sir/Madam:

Re: Alta Natural Herbs & Supplements Ltd. (the "Corporation")
Material Change Report under Section 118 of the *Securities Act* (Alberta) and
Section 85 of the *Securities Act* (British Columbia)

This letter is intended as a statement setting for certain matters that may be a material change in the affairs of Alta Natural Herbs & Supplements Ltd. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta) and Form 27 of the *Securities Act* (British Columbia). Concurrent with this filing, this letter is being filed with The Canadian Venture Exchange Inc., being the only Exchange on which the Corporation's shares are currently listed.

Item 1 - Reporting Issuer

Alta Natural Herbs & Supplements Ltd.
Suite 1148, 20800 West Minster Hwy.
Richmond, B.C., V6V 2W3

Item 2 - Date of Material Change

The material change occurred on or about January 31, 2001 and February 6, 2001.

Item 3 - Publication of Material Change

The Press Release was issued on February 6, 2001.

Item 4 - Summary of Material Change

- (a) Mr. Roswell Wei appointed to Board of Directors of the Corporation.
- (b) Proposed Private Placement approved by Board of Directors

Item 5 - Full Description of Material Changes

- (a) Mr. Roswell Wei was appointed to the Board of Directors on January 31, 2001.
- (b) Proposed Private Placement to 562515 B.C. Ltd. of 1.5 million units, each unit consisting of one common share at a price of \$0.12 and one warrant exercisable within two year period at a price of \$0.15. The total proceeds will be \$180,000 and is subject to final regulatory approval. 562515 B.C. Ltd. is a company which presently controls 22% of the issued and outstanding shares of the corporation. Mr. Ten Chu Wei, Managing Director of the Corporation, is a principal of this company.

Item 6 - Reliance on Section 118(4) of the Securities Act (Alberta) or Section 85(2) of the Securities Act (British Columbia)

Not applicable.

Item 7 - Omitted Information

Not applicable.

Item 8 - Senior Officer

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

Mr. Ten Chu Wei, Managing Director, Secretary Treasurer
(604) 303-1131 email: altanat@axionet.com

Item 9 - Statement of Senior Officer

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

DATED at Richmond, British Columbia, this 16th day February, 2001.

Alta Natural Herbs & Supplements Ltd.

Per: "Signed"
Adolf Huckschlag, President

cc: The Canadian Venture Exchange Inc.