

**BC FORM 53-901F**  
(previously Form 27)

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

**Item 1**      **Reporting Issuer**

**ALTA NATURAL HERBS & SUPPLEMENTS LTD.**  
#1148 - 20800 Westminster Highway  
Richmond, British Columbia  
V6V 2W3

**Item 2.**      **Date of Material Change**

April 24, 2002

**Item 3.**      **Press Release**

April 24, 2002

**Item 4.**      **Summary of Material Change**

Alta Natural Herbs & Supplements Ltd. (the "Corporation") announced today that the Corporation will make application to the TSX Venture Exchange (the "Exchange") to release, on a performance basis, a portion of the 3,000,000 Common shares that are held in escrow pursuant to the Escrow Agreement dated May 24, 1996. Following the application for release, the Corporation will make application to the Exchange to extend and convert the remaining escrowed shares held pursuant to the performance-based 1996 Escrow Agreement to a time-based release.

The Corporation will also make application to the Exchange to extend and convert the 3,000,000 escrowed shares held pursuant to the performance-based Escrow Agreement dated October 30, 1997, to a time-based release.

**Item 5.**      **Full Description of Material Change**

See attached press release dated April 24, 2002

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

Not applicable.

**Item 7. Omitted Information**

Not applicable.

**Item 8. Senior Officers**

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

Mr. Kim Wei  
President  
#1148 - 20800 Westminster Highway  
Richmond, British Columbia  
V6V 2W3  
Telephone: (604) 303-1131.

**Item 9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

April 25, 2002  
Date

“Kim Wei”  
Signature

Kim Wei  
Name

President  
Position

Richmond, B.C.  
Place of Declaration

*IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE APPLICABLE SECURITIES LEGISLATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.*

**ALTA NATURAL HERBS & SUPPLEMENTS LTD.**  
**#1148 - 20800 Westminster Highway,**  
**Richmond, British Columbia**  
**V6V 2W3**

**NEWS RELEASE**

FOR IMMEDIATE RELEASE

April 24, 2002  
Trading symbol: AHS

Alta Natural Herbs & Supplements Ltd. (the "Corporation") announces that it will make application to the TSX Venture Exchange (the "Exchange") to release, on a performance basis, a portion of the 3,000,000 Common shares that are held in escrow pursuant to the Escrow Agreement dated May 24, 1996 (the "1996 Escrow Agreement"), between 562513 B.C. Ltd., 562515 B.C. Ltd., Al Tehrani, Monireh Torabi, Intraco Holdings Ltd., Vida Montazami, Ross S. Douglas, David N. Dell, A. Barzin and Victoria Gibbons, the Corporation and Computershare Trust Company of Canada. Mr. Ten Chu Wei, a director of 562515 B.C. Ltd., is also a director and officer of the Corporation. The 1996 Escrow Agreement states that one escrowed share would be released for each \$0.20 of cash flow generated from the business of Nature's Pride Marketing Ltd., which business now forms part of the Corporation, for a period of five years. Acceptance of the application to release is subject to regulatory approval.

Following the application for release, the Corporation will make application to the Exchange to extend and convert the remaining escrowed shares held pursuant to the performance-based 1996 Escrow Agreement to a time-based release agreement. Acceptance of the application to extend and convert the 1996 Escrow Agreement is subject to shareholder and regulatory approval. In the event that shareholder and regulatory approval is not received, the escrowed shares held pursuant to the 1996 Escrow Agreement will be cancelled.

The Corporation will also make application to the Exchange to extend and convert the 3,000,000 escrowed shares held pursuant to the performance-based Escrow Agreement dated October 30, 1997 (the "1997 Escrow Agreement"), between 562513 B.C. Ltd., 562515 B.C. Ltd., the Corporation and Computershare Trust Company of Canada, to a time-based release agreement. Mr. Ten Chu Wei, a director of 562515 B.C. Ltd., is also a director and officer of the Corporation. The 1997 Escrow Agreement states that one escrowed share would be released for each \$0.20 of cash flow generated from the business of Cartilago Products Ltd., which business now forms part of the Corporation, for a term of five years; however, no escrowed shares have been released to date. Acceptance of the application to extend and convert the 1997 Escrow Agreement is subject to shareholder and regulatory approval.

For more information, please contact:

Mr. Kim Wei, President of Alta Natural Herbs & Supplements Ltd. at (604) 303-1131.

ON BEHALF OF THE BOARD

\_\_\_\_\_  
"Kim Wei"

Mr. Kim Wei, President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY  
FOR THE ADEQUACY OR ACCURACY OF THE CONTENTS OF THIS NEWS RELEASE