

MATERIAL CHANGE REPORT

Subsection 75(2) of the *Securities Act* (Ontario)

1. **Reporting Issuer**

Sextant Entertainment Group Inc. ("Sextant")
(formerly Rhodelta Software Inc.)
Suite 300 - 1380 Burrard Street
Vancouver, BC V6Z 2H3

2. **Date of Material Change**

May 25, 2000

3. **Press Release**

A Press Release was issued on May 25, 2000.

4. **Summary of Material Change**

Sextant announced that for the first time, a situation comedy is being produced outside of the United States of America for US primetime broadcast in British Columbia.

5. **Full Description of Material Change**

Sextant announced an unprecedented event for the Canadian film and television industry. For the first time, a situation comedy is being produced outside of the United States of America for US primetime broadcast, and more importantly, in British Columbia. The television series is entitled "*The Rumfords*" and represents an innovative concept in television programming where a computer animated cartoon family is integrated into a live action cast and settings. Sextant presently has a guaranteed order for thirteen (13) half-hour episodes with Pax Television Network, a subsidiary of NBC, and is slated for fall 2000 delivery.

"*The Rumfords*", featuring George Wendt (Formerly of NBC's "*Cheers*"), is about an animated family that moves into a "real" suburban neighborhood. The sitcom is directed by veteran show runner and comedian, David Steinberg ("*Friends*" and "*Mad About You*"). The program will be the first primetime sitcom to integrate animation and live action seamlessly. It will be a weekly off-the-wall series that blends the sensibilities of "*Everybody Loves Raymond*" with "*Roger Rabbit*".

This series is a new paradigm in Canadian production. The entire program is being produced and cast in Vancouver, British Columbia and reflects Sextant's emphasis on international markets and fiscal responsibility. Sextant retains ownership, merchandising/licensing, and all media distribution rights for all territories outside of the United States. There are no agency investments in "*The Rumfords*" and it has no production deficit.

6. **Reliance on Subsection 75(3) of the Securities Act (Ontario)**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Senior Officer**

For further information, please contact Martin R. Johnson, the Chief Financial Officer of Sextant at (604) 642-5400.

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 29th day of May, 2000.

SEXTANT ENTERTAINMENT GROUP INC.

Per: "Martin R. Johnson"
Martin R. Johnson
Chief Financial Officer