This is the form of material change report required under section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*.

FORM 27

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

This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this are complied with.

Every report required to be filed under section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

1 Reporting Issuer

CONSOLIDATED VENTUREX HOLDINGS LTD.
1900 - 999 West Hastings Street
Vancouver, British Columbia
V6C 2W2

Telephone (604) 683-3070

(the “Issuer”)

2 Date of Material Change

February 1, 2000

3 Press Release

Issued February 1, 2000 and a copy provided to the Canadian Venture Exchange on that date. The news release was further disseminated through the facilities of Canada Stockwatch, Market News, Canadian Corporate News and the George Cross Newsletter.

4 Summary of Material Change

The Issuer announced the completion of it’s previously announced (December 21, 1999) private placement of 300,000 units.

5 Full Description of Material Change

The Issuer announced that it has completed its previously announced (December 21, 1999) private placement of 300,000 Units consisting of three common shares (two flow-through shares and one non flow-through share) and one share purchase warrant. Every share purchase warrant is equal to one warrant unit which will entitle the holder thereof to purchase two additional flow-through shares and one non flow-through share for a period of two years from closing at a price of $0.69 per unit if exercised in the first year or at a price of $0.79 per unit if exercised in the second year. The common shares and any shares to be issued on the exercise of the warrant are subject to a hold period expiring January 28, 2001.

6 Reliance on Section 85(2) of the Securities Act (British Columbia)

Not applicable

7 Omitted Information

No information has been intentionally omitted from this form.

8 Senior Officers

Further information may be obtained from Douglas L. Mason, director of the Issuer 1990-999 West Hastings Street, Vancouver, British Columbia, V6C 2W2, (604) 683-3070

9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 1st day of February, 2000.

CONSOLIDATED VENTUREX HOLDINGS LTD.

Signed: "Douglas L. Mason"

Douglas L. Mason, Director

THIS IS THE FORM OF A MATERIAL CHANGE REPORT REQUIRED UNDER SECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA)