EDISPATCH.COM WIRELESS DATA INC.

MATERIAL CHANGE REPORT
THIS MATERIAL CHANGE REPORT IS BEING FILED WITH THE APPROPRIATE SECURITIES REGULATORY AUTHORITIES TO COMPLY WITH THE REQUIREMENTS OF:

SUBSECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA)
SUBSECTION 118(1) OF THE SECURITIES ACT (ALBERTA)

1. REPORTING ISSUER

   eDispatch.com Wireless Data Inc.
   215 - 4400 Dominion Street
   Burnaby, B.C. V5G 4G3

2. DATE OF MATERIAL CHANGE

   October 22, 1999

3. PRESS RELEASE

   A press release reporting the material change was issued in Vancouver, British Columbia, on October 22, 1999 and is attached hereto as Schedule "A".

4. SUMMARY OF MATERIAL CHANGE

   On October 22, 1999, the Issuer agreed to offer and sell, on an underwritten basis, a $12,000,000 private placement of 5,853,659 Special Warrants at a price of $2.05 per Special Warrant through a syndicate of Canadian underwriters led by Sprott Securities Limited (the "Underwriters"). In addition, the Issuer granted the Underwriters a 15% over allotment option, exerciseable at the closing of the financing (the "Closing"), to purchase an additional 878,049 Special Warrants. Each Special Warrant will be exercisable, without payment of any additional consideration, into one common share in the capital of the Issuer.

   The Underwriters will receive an 8% commission on the gross proceeds of the financing. At the Closing, the Underwriters will receive compensation options exercisable over a two year period from the Closing for up to 10% of the aggregate number of Special Warrants issued at an exercise price of $2.05 per Common Share.

   The financing is scheduled to close on November 10, 1999 and is subject to confirmatory due diligence by the Underwriters and all necessary regulatory approvals.

5. FULL DESCRIPTION OF MATERIAL CHANGE

On October 22, 1999, the Issuer agreed to offer and sell, on an underwritten basis, a $12,000,000 private placement of 5,853,659 Special Warrants at a price of $2.05 per Special Warrant through the Underwriters. In addition, the Issuer has also granted the Underwriters a 15% over allotment option, exercisable at Closing, to purchase an additional 878,049 Special Warrants. Each Special Warrant will be exercisable, without payment of any additional consideration, into one common share in the capital of the Issuer. At Closing, ninety percent of the gross proceeds of the financing will be placed in trust under the special warrant indenture creating the Special Warrants until such time as receipts for the Issuer's qualifying prospectus have been received for the common shares underlying the Special Warrants, while the balance of the proceeds will be released to the Issuer. If a receipt for the prospectus has not been obtained in a jurisdiction in which the prospectus is filed within 90 days of Closing, each Special Warrant will be retractable at the option of the holder resident in such jurisdiction.

The underwriters will receive an 8% commission on the gross proceeds of the financing. At the Closing, the Underwriters will receive compensation options exercisable over a two year period from the Closing for up to 10% of the aggregate number of Special Warrants issued at an exercise price of $2.05 per Common Share.

The financing is scheduled to close on November 10, 1999 and is subject to confirmatory due diligence by the Underwriters and all necessary regulatory approvals.

6. CONFIDENTIAL REPORT

Not Applicable

7. OMITTED INFORMATION

No significant facts have been omitted from this report.

8. SENIOR OFFICERS

The following senior officer is knowledgeable with respect to the material change and may be contacted for more information:

Brian Ellis, President
Tel: (604) 320-2111
Fax: (604) 320-2101

9. STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 29th day of October, 1999.

"Brian Ellis"
BRIAN ELLIS
President

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SCHEDULE "A"

Press Release of eDispatch.com Wireless Data Inc.
dated October 22, 1999

PRESS RELEASE

eDispatch.com Wireless Data Inc. announces $12,000,000 underwritten special warrant financing with Sprott Securities Limited.

Vancouver, B.C. - October 22, 1999 - eDispatch.com Wireless Data Inc. (VSE.EWD) today announced that it has agreed to offer and sell, on an underwritten basis, a $12,000,000 private placement of 5,853,659 Special Warrants at a price of $2.05 per special warrant through a syndicate of Canadian underwriters led by Sprott Securities Limited. Each Special Warrant will be exercisable, without payment of any additional consideration, into one common share of the Company. At Closing, ninety percent of the gross proceeds will be held in trust under the special warrant indenture creating the Special Warrants until such time as receipts for the Company's qualifying prospectus have been received for the common shares underlying the Special Warrants while the balance of the proceeds will be released to the Company. If a receipt for the prospectus have not been obtained in a jurisdiction in which the prospectus is filed within 90 days of Closing, each Special Warrant will be retractable at the option of the holder resident in such jurisdiction.

In addition, the Company has also granted the Underwriters a 15% over allotment option, exercisable at Closing, to purchase an additional 878,049 Special Warrants. At the Closing, the Underwriters will also receive compensation options exercisable over a two year period from the Closing for up to 10% of the aggregate number of Special Warrants at an exercise price of $2.05.

The financing is scheduled to close on November 10, 1999 and is subject to confirmatory due diligence by the Underwriters and all necessary regulatory approvals.

eDispatch.com develops, markets and licenses Internet Appliance application software to Wireless Network Operators worldwide. The Company also provides related services such as application hosting, support and maintenance. The products are designed to be used on the data enabled public wireless communications networks with standard Internet Appliances, such as new generation digital cell phones, two-way pagers, PDA's and CE devices.

The Company's first application software product is "eDispatch", a wireless Internet dispatch solution that extends mobile workforce management to the field. The product includes hosted software applications, wireless connectivity middleware, and back-end system integration software.

For more information contact:

Brian J. Ellis,
President and CEO,
eDispatch.com
(604) 320-2100
bellis@edispatch.com

"*J. Kelly Edmison*"
J. Kelly Edmison, Director

The Vancouver Stock Exchange has not reviewed and does not accept responsibility for the adequacy or the accuracy of this Release.

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