

BC FORM 53 – 901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Blue Lightning Ventures Inc.
7542 1st Street
Burnaby, BC
V3N 3T2

Item 2. Date of Material Change

March 26, 2002

Item 3. Press Release

Press Release dated March 26, 2002 and disseminated to the Vancouver Stockwatch Magazine, B.C. Securities Commission and Market News Publishing.

Place of Issuance: Vancouver, British Columbia.

Item 4. Summary of Material Change

The Issuer has granted incentive stock options.

Item 5. Full Description of Material Change

The Issuer has granted incentive stock options on 1,168,700 common shares in the Issuer's capital stock, exercisable up to two years at a price of \$0.10 per share. The options may not be exercised until Canadian Venture Exchange approval has been obtained.

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

The Issuer is not relying on Section 85(2) of the Act.

Item 7. Omitted Information

There is no omitted information.

Item 8. Senior Officers

Linda Smith, President - (604) 837-2739.

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, in the Province of British Columbia, this 27th day of March, 2002.

“Linda Smith”
Linda Smith, President