

**FORM 27**

**SECURITIES ACT**

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

**ITEM 1      REPORTING ISSUER**

INTERNATIONAL CATALYST VENTURES INC.  
Suite 703, 938 Howe Street  
Vancouver, British Columbia, V6Z 1N9  
Telephone 604-331-4422  
(the "Company")

**ITEM 2      DATE OF MATERIAL CHANGE**

July 10, 2001

**ITEM 3      PRESS RELEASE**

July 10, 2001 - Vancouver, British Columbia

**ITEM 4      SUMMARY OF MATERIAL CHANGE**

Further to news releases of November 2, 2000, December 8, 2000, January 16, 2001, and March 6, 2001, the Company is not proceeding with the Hard Disc Cafe transaction as previously announced and has requested that the Canadian Venture Exchange reinstate the Company's shares for trading.

**ITEM 5      FULL DESCRIPTION OF MATERIAL CHANGE**

Further to news releases of November 2, 2000, December 8, 2000, January 16, 2001, and March 6, 2001, the Company is not proceeding with the Hard Disc Cafe transaction as previously announced and has requested that the Canadian Venture Exchange reinstate the Company's shares for trading.

**ITEM 6      RELIANCE ON SECTION 85(2) OF THE ACT**

N/A

**ITEM 7      OMITTED INFORMATION**

N/A

**ITEM 8      SENIOR OFFICERS**

Michael Zwebner, President and Director  
Telephone: 604-331-4422

**ITEM 9      STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 10<sup>th</sup> day of July, 2001.

**INTERNATIONAL CATALYST  
VENTURES INC.**

Per:

*“Michael Zwebner”*

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Michael Zwebner  
President and Director