

BC FORM 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

Item 1. **Reporting Issuer**

Iciena Ventures Inc.
200 - 675 West Hastings Street
Vancouver, British Columbia
V6B 1N2

Item 2. **Date of Material Change**

April 2, 2003

Item 3. **Press Release**

Press Release dated April 2, 2003 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 appointed Mr. Richard L. Bachman to its Board of Directors in place of Mr. John Buckle.

Item 5. **Full Description of Material Change**

The Issuer has appointed Mr. Richard L. Bachman to its Board of Directors, in place of Mr. John Buckle, who has resigned to pursue other business interests.

Mr. Bachman holds a Bachelor of Science degree with a major in geological engineering from the South Dakota School of Mines and Technology. From 1980 to 2002, he was employed as an operations, senior and regional exploration geologist, as well as a country manager, with Homestake Mining Company. In that capacity, he directed Homestake staff in the evaluation and exploration of over 100 South American mineral properties.

From 1994 to 1998 Mr. Bachman managed Homestake's activities in Brazil with major projects in the Amazon region. He currently is the President of Minera Sucunduri Inc., the private Nevada company that has agreed to option 47 diamond exploration permits covering 438,000 hectares of land located in the states of Mato Grosso and Rondonia, Brazil.

Mr. Bachman and Mr. Oscar Yoshitaka Yokia will jointly oversee exploration on the Mato Grosso and Rondonia properties. Mr. Yokia is the manager of Brazilian operations for Mineracao Sucunduri Ltda., a wholly owned subsidiary of Minera Sucunduri Inc. He holds Masters degrees in business administration and geology. Mr. Yokia has 25 years of exploration experience in Brazil and a five-year working relationship with Mr. Bachman during the 1990's with Homestake.

Item 6. Reliance on Section 67(2) of the Act

The Issuer is not relying on section 67(2) of the Act.

Item 7. Omitted Information

There is no omitted information.

Item 8. Senior Officers

Greg Yanke, Secretary - Telephone (604) 681 - 7600.

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 7th day of April, 2003.

"Greg Yanke"
Greg Yanke, Secretary