

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. *Name and Address of Company*

Burntsand Inc. (the “**Corporation**”)
Suite 600 - 185 The West Mall
Toronto, Ontario M9C 5L5

ITEM 2. *Date of Material Change*

February 15, 2008

ITEM 3. *News Release*

The Corporation issued a news release via Canada Newswire on February 15, 2008.

ITEM 4. *Summary of Material Change*

On February 15, 2008, the Company announced that Blair Baxter had resigned as Chief Financial Officer effective March 31, 2008.

ITEM 5. *Full Description of Material Change*

For a full description of the material change, please refer to the news release of the Corporation set out in Schedule “A” attached hereto.

ITEM 5.2 *Disclosure for Restructuring Transactions*

Not applicable.

ITEM 6. *Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102*

Not applicable.

ITEM 7. *Omitted Information*

No significant facts have been omitted from this report.

ITEM 8. *Executive Officer*

Martin Glover
President and CEO
(617) 923-6611

ITEM 9. *Date of Report*

February 25, 2008

SCHEDULE "A"

News release via Canada NewsWire, Toronto 416-863-9350

Attention Business Editors:
Burntsand Announces Management Changes

TORONTO, Feb. 15 /CNW/ - Burntsand Inc. (Burntsand) (TSX: BRT), a leading North American provider of Integrated Information Management Solutions, today announced that Blair Baxter, CFO, has resigned effective March 31, 2008 to accept a new position outside the professional IT services industry.

"Blair has provided steady guidance for Burntsand during his tenure and his contributions have been instrumental in the rebuilding we have accomplished over the last few years. As an integral part of the executive team he has helped position the company for the growth we see in 2008. We wish him success in his new position," stated Marty Glover, CEO of Burntsand Inc.

About Burntsand

With a unique and forward-thinking focus on helping clients unify enterprise information to increase productivity and insight, Burntsand is a North American leader in the delivery of Enterprise Content Management, Enterprise Operations and Service Management, Collaboration, and Customer Relationship Management services. Burntsand delivers business advantage to its mid-market clients through risk-managed projects and unmatched customer experience. Strong partnerships with EMC, Microsoft and BMC reflect the company's business maturity and ensure technology depth. Headquartered in Toronto, Burntsand operates from locations across North America. The Company's shares (TSX: BRT) are traded on the Toronto Stock Exchange. More information about Burntsand can be found at www.burntsand.com.

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(BRT.)

CO: Burntsand Inc.

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