This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 53-901F

Securities Act

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

Item 1. Reporting Issuer

BCS Collaborative Solutions Inc.
328 Highway 7 East, Suite 302
Richmond Hill, Ontario L4B 3P8

Item 2. Date of Material Changes

August 25, 2003

Item 3. Press Release

August 25, 2003

Item 4. Summary of Material Changes

Further to its news releases of June 10 and July 16, 2003, BCS Collaborative Solutions Inc. (the "Company") announced the completion of its private placement.

Item 5. Full Description of Material Changes

Further to the Company's news releases of June 10 and July 16, 2003, the Company is pleased to announce that the private placement described therein has been oversubscribed and completed in the aggregate amount of $2,072,725. The Company closed the first tranche of the private placement on July 10 by the issuance of 9,239,421 units at a price of $0.13 per unit for gross proceeds of $1,201,125. Effective August 25, 2003, the Company closed the second tranche of the placement by issuing 3,196,924 units for total gross proceeds of $415,600. Each unit consists of one common share and one-half of a non-transferable share purchase warrant, each whole warrant entitling the holder thereof to purchase an additional share at a price of $0.13 per share until August 25, 2004. The Company paid a commission of $1,300 and issued 10,000 broker's warrants to Canaccord Capital Corporation and paid $1,001 and issued 7,700 broker's warrants to Kingsdale Capital Partners Inc. in consideration of their efforts in arranging a portion of the private placement. The broker's warrants entitle Canaccord and Kingsdale to purchase an equal number of common shares at a price of $0.13 per share until August 25, 2004.

The securities issued under the placement are subject to hold periods expiring on December 25, 2003. The proceeds of the private placement will be used for general working capital purposes. The lead investor in the placement was YMG Private Wealth Opportunities Fund, of Toronto, Ontario.

BCS will now complete the reorganization plan approved at the July 25th Shareholder meeting, including the share consolidation and name change to BCS Global Networks Inc. The completion of the financing also allows BCS to allocate funds for public relations and investor awareness programs designed to increase the exposure of BCS in the investment community and also increase the visibility of BCS's "*Virtual Presence*"™ videoconferencing service.

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

N/A

Item 7. **Omitted Information**

None

Item 8. **Senior Officers**

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Ian Sutcliffe
President and CEO
BCS Collaborative Solutions Inc.
328 Highway 7 East, Suite 302
Richmond Hill, Ontario L4B 3P8
Phone: 905 415 6174

Cyrus Driver
Corporate Secretary
Davidson & Company
1620 – 701 West Georgia Street
Vancouver, B.C. V7Y 1C6
Phone: 604 689 2919

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 25th day of August, 2003.

"Ian Sutcliffe"

Ian Sutcliffe
Name

President and CEO
Position / Title

Richmond Hill, Ontario
Place of Declaration