

Form 51-102F3
Material Change Report

Item 1 - Reporting Issuer

Fytokem Products Inc. ("Fytokem")
101 - 110 Research Drive
Saskatoon, Saskatchewan
S7N 3R3

Item 2 - Date of Material Change

November 21, 2005

Item 3 - Press Release

Issued to the various securities regulatory authorities in Canada and the financial media on November 23, 2005.

Item 4 - Summary of Material Change

Fytokem Products Inc. released its third quarter financial statements.

Item 5 - Full Description of Material Change

See full text of press release filed on SEDAR November 23, 2005.

Item 6 - Reliance on subsection 84(2) (SK), subsection 67(2) (BC), subsection 118(4) (AB), subsection 75(3) (ON), section 74 (PQ), subsection 81(3) (NS) and subsection 76(3) (NF) N/A.

Item 7 - Omitted Information N/A

Item 8 - Senior Officer

The senior officer of Fytokem who is knowledgeable about the transaction and who the Commissions may contact in respect of it is:

Art Hesje
President and Chief Executive Officer
Fytokem Products Inc.
110 - 101 Research Drive
Saskatoon, Saskatchewan
S7N 3R3

Telephone: (306) 668-2552

Item 9 - Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Saskatoon, Saskatchewan, the 23rd day of November, 2005.

“Art Hesje”

Art Hesje
President and Chief Executive Officer