

**BC FORM 53-901F**

**SECURITIES ACT**

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

ITEM 1. REPORTING ISSUER

TITAN LOGIX CORP. (the "Company")  
4130 – 93rd Street  
Edmonton, Alberta, T6E 5P5  
Telephone: (780) 462-4085

ITEM 2. DATE OF MATERIAL CHANGE

August 28, 2002

ITEM 3. PRESS RELEASE

Issued August 28, 2002 and distributed through the facilities of Vancouver Stockwatch and Market News.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company has now closed its recently announced private placement of 200,000 Units.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Company has now closed its recently announced private placement of 200,000 Units ("Units") at the price of \$0.10 per Unit, each Unit consisting of one share and one warrant, each warrant entitling the holder to purchase one additional share of the Company at the price of \$0.15 per share for a two-year period, until August 28, 2004. The shares, warrants and any shares issued upon exercise of the warrants are subject to a hold period and may not be traded in British Columbia until December 28, 2002, except as permitted by the *Securities Act* and the Rules made thereunder and the TSX Venture Exchange.

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

This report is not being filed on a confidential basis.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. DIRECTOR/SENIOR OFFICER

Contact: George Shaw  
Telephone: (604) 507-2926

ITEM 9. STATEMENT OF SENIOR OFFICER/DIRECTOR

The foregoing accurately discloses the material change referred to herein.

(signed) "Sargent H. Berner"  
Director

DATED at Vancouver, British Columbia, this 28th day of August, 2002.

# TITAN LOGIX CORP.

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## NEWS RELEASE

**FOR IMMEDIATE RELEASE**

**Trading Symbol: TLA**

**August 28, 2002**

### **PRIVATE PLACEMENT closed**

*Vancouver* - **Titan Logix Corp.** (“Titan”) is pleased to announce the private placement announced on July 16, 2002 has been completed. It consists of 200,000 units, each unit is priced at \$0.10 and consists of one common share and one non-transferable share purchase warrant, with each warrant entitling the holder to purchase an additional common share of the Company at the price of \$0.15 per share for a two-year period. The common shares, warrants and any common shares issued upon exercise of the warrants are subject to a statutory hold period and may not be traded in British Columbia until December 28, 2002 except as permitted by the Securities Act and the rules made thereunder and the TSX Venture Exchange.

The proceeds of this private placement will be used for general working capital.

**ON BEHALF OF THE BOARD**

**(signed) "George Shaw"**

George Shaw, Chairman of the Board

**For further information: <http://www.titanpacific.com/inforeq.asp> or 1-877-462-4085**

*The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.*