LOGIBEC GROUPE INFORMATIQUE LTÉE

MATERIAL CHANGE REPORT

Section 73 of the *Securities Act* (Québec)
Section 85 of the *Securities Act* (British Columbia)
Section 146(1)(b) of the *Securities Act* (Alberta)

Item 1: **Reporting Issuer**

Logibec Groupe Informatique Ltée ("**Logibec**")
700 Wellington Street
Suite 1500
Montreal, Québec
H3C 3S4

Item 2: **Date of Material Change**

The material change occurred on December 20, 2002

Item 3: **Press Release**

A press release reporting the material change was issued by Logibec Groupe Informatique Ltée on December 23, 2002 and was electronically filed through SEDAR.

Item 4: **Summary of Material Change**

Logibec (Venture Exchange TSX: LGI) announced that it has entered into an agreement with Centre Hospitalier de l'Université de Montréal ("**CHUM**") for the acquisition of the intellectual property, tangible assets and goodwill pertaining to the commercial activities and business operations of the IT division of CHUM and has completed private placements for a total amount of $4,755,000.

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

On December 20, 2002, Logibec, a company specialized in the development, commercialization and implementation of high performance management information system in the health and social services industry has entered into an agreement with CHUM for the acquisition of the intellectual property, tangible assets and goodwill pertaining to the commercial activities and business of the IT division of CHUM. The purchase price of the transaction is $19,500,000, payable in cash.

An amount of $11,500,000 was paid at the closing to CHUM. This amount has currently been financed up to $6,000,000 by a loan from National Bank of Canada, guaranteed by Investissement Québec and up to $4,755,000 by private placements made on December 20, 2002 pursuant to which Logibec has issued 1,902,000 units at a price of $2.50 per unit. Each unit is comprised of one common share and one half common share purchase warrant. Each full CSPW can be exercised until December 20, 2005 at a price of $3.50 per share. The securities issued are subject to a hold period until April 20, 2003.

Item 6: **Reliance on a section of a *Securities Act* regarding confidentiality**

N/A

Item 7: **Omitted Information**

N/A

Item 8: **Senior Officers**

For further information, contact:

Claude Roy, President and Chief Executive Officer

Tel.: (514) 766-0134
Fax: (514) 766-9237

Item 9: **Statement of Senior Officer**

The information contained in this material change report accurately discloses the material change referred to herein.

DATED at Montreal (Canada), this 23rd day of December, 2002.

LOGIBEC GROUPE INFORMATIQUE LTÉE

By: *(s) Claude Roy*
Name: Claude Roy
Title: President and Chief Executive Officer