BRITISH COLUMBIA
ALBERTA
ONTARIO

MATERIAL CHANGE REPORT

Section 85(1) of the *Securities Act* (British Columbia) and corresponding provisions of the securities legislation in other Provinces

Item 1 - Reporting Issuer:

SoftCare EC.com Inc. (the “Company”)
Suite 107 – 980 West 1st Street
North Vancouver, BC V7P 3N4

Item 2 - Date of Material Change:

October 17, 2001

Item 3 - Press Release:

The Press Release dated October 17, 2001 was disseminated via Canada News-Wire Ltd.

A copy of the Press Release is attached as Schedule “A”.

Item 4 - Summary of Material Change:

The Company announced that further to shareholder approval granted at the annual general meeting of the Company, upon receipt of final regulatory approval the Company will change its name from the present name to Softcare EC Inc. This change is in furtherance of brand identification initiatives undertaken earlier this year. It is anticipated that this change will take place within the next two weeks. Further, as a result of shareholder approval granted at the Annual General Meeting on October 5, 2001, substantially all stock options issued from the company's stock option plan have had the exercise price reduced from the original price to $0.40 per share. Regulatory approval options granted to directors and officers from the company stock option plan was received on October 12, 2001. These options entitle optionees to purchase an aggregate of 500,000 shares at $0.10 per share until October 5, 2006. These options were issued in part in conjunction with Michael Sherry joining the board of the company at the Annual General Meeting held October 5, 2001.

Item 5 - Full Description of Material Change:

For a full description of the material change, see Schedule “A”.

Item 6 - Reliance on Section 85(2) of the Act:

Not Applicable.

Item 7 - Omitted Information:

Not Applicable.

Item 8 - Senior Officer:

Martyn A. Armstrong, President
Telephone: 604.983.8083

Item 9 - Statement of Senior Officer:

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, BC, this 24th day of October, 2001.

SOFTCARE EC.COM INC.

Per: *"Doug Sarkissian"*

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Doug Sarkissian, Secretary

IT IS AN OFFENCE FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THE REGULATION THAT, AT THE TIME AND IN LIGHT OF CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.

softcare

SoftCare Announces Name Change and Stock Options

North Vancouver, British Columbia, Oct. 17, 2000 – SoftCare EC Inc. (CDNX:SCE), www.softcare.com is pleased to announce that further to shareholder approval granted at the annual general meeting of the Company, upon receipt of final regulatory approval the Company will change its name from the present name to Softcare EC Inc. This change is in furtherance of brand identification initiatives undertaken earlier this year. It is anticipated that this change will take place within the next two weeks. Further, as a result of shareholder approval granted at the Annual General Meeting on October 5, 2001, substantially all stock options issued from the company's stock option plan have had the exercise price reduced from the original price to $0.40 per share. Regulatory approval options granted to directors and officers from the company stock option plan was received on October 12, 2001. These options entitle optionees to purchase an aggregate of 500,000 shares at $0.10 per share until October 5, 2006. These options were issued in part in conjunction with Michael Sherry joining the board of the company at the Annual General Meeting held October 5, 2001

SoftCare develops business relationship management software allowing companies to conduct business-to-business e-commerce and the creation of B2B industry portals. Our e-business management software is open and scaleable allowing for the integration with existing and future technologies, lowering operating costs and streamlining the supply chain while delivering benefits to all business e-trading relationships.

SoftCare's Management is committed to reaching profitability at the same time increasing equity shareholder .

On behalf of the Board of Directors,

"Martyn Armstrong"
Martyn A. Armstrong
President and CEO

For More Information Contact:

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