This is the form of a material change report required under Section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*.

FORM 53-901F

SECURITIES ACT

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

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under section 85(1) of the *Securities Act* (the "*Act*") must be sent to the British Columbia Securities Commission (the "*Commission*") in an envelope addressed to the Commission and marked "Continuous Disclosure".

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL – SECTION 85", AND PLACE EVERYTHING THAT IS REQUIRED TO BE FILED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL."

Item 1. Reporting Issuer

State the full name and address of the principal office in Canada of the reporting issuer.

eMOBILE DATA CORPORATION (the "*Issuer*")
Suite 220, 10711 Cambie Road
Richmond, British Columbia
V6X 3G5

Item 2. Date of Material Change

January 14, 2002

Item 3. Press Release

State the date and place(s) of issuance of the press release issued under Section 85(1) of the Act.

A press release, dated January 9, 2002, was issued on January 14, 2002 through the services of Canada Stockwatch Magazine, Market News and the Canadian Venture Exchange Inc.

Item 4. Summary of Material Change

Provide a brief but accurate summary of the nature and substance of the material change.

See the referenced press release; a copy of which is attached hereto.

Item 5. Full Description of Material Change

Supplement the summary required under Item 4 with the disclosure that should be sufficiently complete to enable a reader to appreciate the significance of the material change without reference to other materials. Management is in the best position to determine what facts are significant and must disclose those facts in a meaningful manner. See also Item 7.

This description of the significant facts relating to the material change will therefore include some or all of the following: dates, parties, terms and conditions, description of any assets, liabilities or capital affected, purpose, financial or dollar values, reasons for the change, and a general comment on the probable impact on the reporting issuer or its subsidiaries. Specific financial forecasts would not normally be required to comply with this form.

The above list merely describes examples of some of the facts which may be significant. The list is not intended to be inclusive or exhaustive of the information required in any particular situation.

See the referenced press release; a copy of which is attached hereto.

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

If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

INSTRUCTIONS:

Refer to Section 85(3) of the Act concerning continuing obligations regarding reports filed under this subsection.

Not applicable.

Item 7. Omitted Information

In certain circumstances where a material change has occurred and a material change report has been or is about to be filed but Section 85(3) of the Act will no longer or will not be relied upon, a reporting issuer may nevertheless believe one or more significant facts otherwise required to be disclosed in the material change report should remain confidential and not be disclosed or not be

disclosed in full detail in the material change report.
State whether any information has been omitted on this basis and provide the reasons for any such omission in sufficient detail to permit the Commission to exercise its discretion pursuant to Section 169(4) of the Act.
The reasons for the omission may be contained in a separate letter filed as provided in Section 151 of the Rules.

Not applicable.

Item 8. *Senior Officers*

Give the name and business telephone number of a senior officer of the reporting issuer who is knowledgeable about the material change and the report or an officer through whom the Commission may contact that senior officer.

Marc C. G. Jones, the President, Chief Executive Officer and a director of the Issuer, may be contacted at (604) 279-9956.

Item 9. *Statement of Senior Officer*

Include a statement in the following form signed by a senior officer of the reporting issuer:

"The foregoing accurately discloses the material change referred to herein".

Also include date and place of making the statement.

I, Marc C. G. Jones, the President, Chief Executive Officer and a director of the Issuer, hereby certify that the foregoing accurately discloses the material change referred to herein:

Dated: at Richmond, British Columbia, on this 14th day of January, 2002.

Signed: "*Marc C. G. Jones*"

Marc C. G. Jones

Office held: President, CEO and a director

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For Immediate Release

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Ticker Symbol: EMO-CDNX

eMobile Data Activates U.S. Subsidiary in Accordance with Established Business Objectives

Dateline, Thursday, January 9, 2002, Richmond, BC: Mr. Marc Jones, President and CEO of eMobile Data, (CDNX-EMO), a leading developer of wireless, next generation, mobile workforce management automation, is pleased to announce that the U.S. Subsidiary of eMobile Data is now being activated. The Subsidiary will be steered by its President, Ms. Deborah Springborn, formerly COO/Executive Vice President of eMobile Data (Ms. Springborn relinquished her role as COO to actively lead the U.S. Subsidiary). This evolutionary process was to occur following the development and deployment of primary product groups and the resulting initial acceptance by U.S. based utilities. This stage in eMobile's development has been achieved.

This move grows out of the ongoing implementation of eMobile's established and highly strategic business plan. The purpose of the U.S. Subsidiary is threefold. First its role is to expand shareholder value and marketshare through eMobile's ongoing partnership with Itron Inc. (As previously disclosed, eMobile now maintains an active and growing relationship with Itron Inc., a leading technology provider to the energy and water industry for collecting, analyzing and applying critical data about electric, gas and water usage.) Secondly, from its base of operations in the Bay Area of San Francisco, the Subsidiary will directly interface with the Itron organization to assure a strong and long-term partnership as product developments and marketshare expand throughout the coming year.

Thirdly, and finally, the Subsidiary's activation underscores eMobile's commitment to establishing and increasing revenue and awareness levels within the United States. This activation of the U.S. Subsidiary allows eMobile, Inc. to focus on revenue from U.S. markets as the parent Company now moves to penetrate U.S. financial markets. This organizational change will better allow eMobile to increase growth of shareholder value and marketshare throughout 2002 and beyond as the U.S. Subsidiary capitalizes upon the growth and health of the Utilities sectors in the United States.

On Behalf of the Board of Directors of eMobile Data Corporation,

Marc C.G. Jones, President and CEO, Director

This news release has been prepared by management of eMobile Data, who take full responsibility for its contents. The Canadian Venture Exchange has neither approved nor disapproved of the contents of this news release. This news release may include forward-looking statements within the meaning of section 27a of the United States Securities Act of 1933, as amended, and section 21e of the United States Securities and Exchange Act of 1934, as amended, with respect to achieving corporate objectives, developing additional project interests, the companies' analysis of opportunities in the acquisition and development of various project interests and certain other matters. These statements are made under the "Safe Harbor" provisions of the United States *Private Securities Litigation Reform Act of 1955* and involve risks and uncertainties which could cause actual results to differ materially from those in the forward-looking statements contained herein.