

Form 27

FORM 27 -- SECURITIES ACT MATERIAL CHANGE REPORT UNDER SECTION 85 (1) OF THE ACT

- Item 1. Reporting Issuer**
EComm Systems Corporation
1900 Wazee Street, Suite 250
Denver, Colorado 80202
(303) 308-9109 phone
(303) 382-1455 fax
- Item 2. Date of Material Change**
April 17, 2000
- Item 3. Press Release**
Press release dated April 18, 2000, issued at Denver, Colorado, U.S.A. and incorporated herein by reference.
- Item 4. Summary of Material Change**
Private placement of US\$10.4 million received approval from the CDN X and has closed.
- Item 5. Full Description of Material Change**
See news release attached.
- Item 6. Reliance on section 85 (2) of the Act**
N/A
- Item 7. Omitted Information**
N/A
- Item 8. Senior Officer**
Douglas L. Tobler
Vice President and Chief Financial Officer
(303) 308-9109 x 203
- Item 9. Statement of Senior Officer**
The foregoing accurately discloses the material change referred to herein.

EComm Systems Corporation

Dated: April 17, 2000 at Denver, Colorado.

Signed: "Douglas L. Tobler"

Douglas L. Tobler