FORM 27

SECURITIES ACT

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

ITEM 1. REPORTING ISSUER

MPAC Industries Corp. (the "Company")
Suite 303 – 543 Granville Street
Vancouver, B.C.
V6C 1X8

ITEM 2. DATE OF MATERIAL CHANGE

March 3, 2000

ITEM 3. PRESS RELEASE

Issued March 3, 2000 and distributed through the facilities of the Canadian Corporate News, Vancouver Stockwatch, Market News Publishing Inc. and SEDAR.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company has concluded negotiations for the private placement of 455,000 Units of the Company at the price of $0.27 per Unit.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Company is pleased to announce it has concluded negotiations for the private placement of 445,000 Units of the Company at a price of $0.27 per Unit, each Unit is comprised of one common share and one non-transferable share warrant, each warrant entitling the holder thereof to purchase one additional common share of the Company at a purchase price of $0.36 per share for a period of two years from the date of closing. Proceeds from the private placement will be applied for general corporate purposes and to investigate new opportunities.

This private placement is subject to acceptance by the securities regulatory authorities .

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: Gerald M. Astor, President
Telephone: (604) 683-2888

ITEM 9. STATEMENT OF SENIOR OFFICER/DIRECTOR

The foregoing accurately discloses the material change referred to herein.

"RICHARD HALL
Richard Hall, Director

DATED at Vancouver, British Columbia, this 21st day of March, 2000.