BC FORM 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

Item 1. **Reporting Issuer**

Big Bar Gold Corporation
7542 1ST Street
Burnaby, British Columbia
V3N 3T2

Item 2. **Date of Material Change**

February 19, 2002

Item 3. **Press Release**

Press Release dated February 19, 2002 and disseminated to the Canadian Venture Exchange, Vancouver Stockwatch Magazine, B.C. Securities Commission and Market News Publishing.

Place of Issuance: Vancouver, British Columbia

Item 4. **Summary of Material Change**

Further to its news release dated August 22, 2001, the Issuer will not be proceeding with its acquisition of Water Tek Purification Systems Inc.

The Issuer has agreed to a private placement.

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

Water Tek Purification Systems Inc.

Further to its news release dated August 22, 2001, and at the request of the Canadian Venture Exchange, the Issuer will not be proceeding with its acquisition of a 100% interest in Water Tek Purification Systems Inc. due to Water Tek's failure to comply with the terms of the agreement.

On the Issuer's behalf, one of its directors advanced $20,000 to the shareholders of Water Tek to acquire all of the issued and outstanding shares of the company. However, the shareholders of Water Tek have failed to deliver these shares to the Issuer or return the funds. The Issuer has agreed to transfer its interest in the agreement to the director who advanced the funds to Water Tek. The director will remain responsible for the $20,000 payment that was advanced.

The Issuer is actively reviewing other business opportunities.

Private Placement

The Issuer has agreed to a private placement of its securities consisting of the sale of 1,000,000 units at $0.30 each. Each unit will consist of one common share and one two-year non-transferable share purchase warrant entitling the holder to purchase one additional common share of the Issuer for $0.37.

The proceeds from the private placement will be used for business investigation and acquisition costs and general working capital. The private placement is subject to Canadian Venture Exchange acceptance for filing.

Item 6. **Reliance on Section 67(2) of the Act**

The Issuer is not relying on section 67(2) of the Act.

Item 7. **Omitted Information**

There is no omitted information.

Item 8. **Senior Officers**

Linda Smith, President - Telephone (604) 837-2739.

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, in the Province of British Columbia, this 19th day of February, 2002.

"Linda Smith"
President