

BC FORM 53-901F

MATERIAL CHANGE REPORT

UNDER SECTION 85 (1) OF THE SECURITIES ACT (BRITISH COLUMBIA)

1. **Reporting Issuer**

SolutionInc Technologies Limited
501 - 675 West Hastings Street
Vancouver, BC V6B 1N2

2. **Date of Material Change**

May 30, 2003

3. **Press Release**

The Press Release describing the matters referred to herein was disseminated on the corporate disclosure network of Canada Newswire Limited on June 2, 2003.

4. **Summary of Material Change**

SolutionInc Technologies Limited ("STL") has completed a private placement raising gross proceeds of \$500,000.00 Canadian.

5. **Full Description of Material Change**

STL, a British Columbia company whose common shares are listed for trading on the TSX Venture Exchange (TSX VE - STL), has completed a private placement of 3,500,000 units to six placees and the issue of 1,500,000 common shares to three placees on the conversion of debt. Each unit consists of one common share and one common share purchase warrant, each warrant entitling the holder to acquire one common share upon exercise and payment of \$0.10 CDN per common share within two years of the date of the warrant. The shares and warrants are subject to restrictions on transfer for a period of four months under applicable securities laws.

6. **Reliance on Section 85(2) of the Securities Act (British Columbia)**

N/A

7. **Omitted Information**

N/A

8. **Senior Officer**

Arthur "Sonny" Simpson II, Controller
SolutionInc Technologies Limited
Suite2004 - 1969 Upper Water Street
Halifax, Nova Scotia B3J 3R7
Telephone: (902) 422-1630

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Halifax, Nova Scotia, as of this June 9, 2003

SOLUTIONINC TECHNOLOGIES LIMITED

BY: signed "Arthur Simpson II"
Arthur "Sonny" Simpson II
Controller

IT IS AN OFFENCE UNDER THE SECURITIES ACT AND THE SECURITIES REGULATION 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 THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.