

MATERIAL CHANGE REPORT

Pursuant to: **Section 67(1)(b) of the Securities Act (British Columbia)**
 Section 118(1)(b) of the Securities Act (Alberta)
 Section 75(2) of the Securities Act (Ontario)
 Section 73 of the Securities Act (Quebec)
 And similar provisions of other provincial securities legislation

Item 1. – Reporting Issuer

Syscan International Inc.
208 Migneron
Montreal, Quebec
H4T 1Y7

Item 2. - Date of Material Change:

Nov. 15, 2002

Item 3. - Press Release:

A press release is attached and was issued on November 17, via SEDAR and Canadian Corporate News

Item 4. – Summary of Material Change:

Resignation of CEO, President and Director, Colin McLernon.

Axel Striefler, a current Director to become acting CEO and President

Item 5. – Full Description of Material Change:

Mr. Colin McLernon, President, CEO and a director of the company has advised the Board that he wishes to pursue other opportunities and has therefore tendered is resignation from these positions. Mr Axel Striefler, a company director will assume the position of acting CEO and President.

Item 6. – Reliance on Section 67(20 of the Securities Act (British Columbia); Section 118(1)(b) of the Securities Act (Alberta);Section 75(2) of the Securities Act (Ontario); Section 73 of the Securities Act (Quebec):

N/A

Item 7. – Omitted information

No information has been omitted in respect of the material change.

Item 8. - Senior Officer

Axel Striefler

Item 9. – Statement of Senior Officer:

The foregoing accurately discloses the material change referred to herein.

Dated at Montreal this 17th day of November, 2002

SYSCAN INTERNATIONAL INC.

“Axel Striefler”

AXEL STRIEFLER
Acting CEO, President