MATERIAL CHANGE REPORT

Section 75(2) of the *Securities Act* (Ontario)

1. Reporting Issuer

InBusiness Solutions Inc.
Commerce Plaza
333 Preston Street, Suite 910
Ottawa, Ontario
K1S 5N4
(the "Corporation")

2. Date of Material Change

September 12, 2001

3. Press Release

A press release reporting the material change described in this report was issued on September 12, 2001. A copy of the press release is attached hereto as Schedule "A".

4. Summary of Material Change

See the press release attached hereto as Schedule "A".

5. Full Description of Material Change

The Corporation completed the acquisition of PortalSphere Inc. ("PortalSphere"), a corporation incorporated under the laws of the Province of Ontario, by the purchase of 100% of the issued and outstanding shares in the capital of PortalSphere (the "Purchased Shares") from all of the shareholders of PortalSphere (the "Vendors").

The heads of agreement for the transaction was announced on July 8, 2001. The transaction closed effective August 1, 2001 but remained closed in escrow pending satisfaction of certain conditions, which conditions were removed September 12, 2001.

The purchase price for the Purchased Shares was satisfied by issuance to the Vendors, on a pro-rata basis, an aggregate of 868,888 common shares in the capital of the Corporation ("Issued Shares") and the payment to be made to the Vendors to a maximum of $1,975,000.00 in cash subject to a revenue sharing arrangement described below.

The 658,333 common shares of the Corporation issued to the Vendors who are majority shareholders of PortalSphere ("Major Shareholders") are subject to a contractual escrow in which the Major Shareholders agree not to sell any of the Issued Shares for a one year period ending on July 6, 2002. The escrowed shares of the Majority Shareholders may be forfeited in the event that any of those individuals is terminated for cause or voluntarily terminates his employment or consulting arrangements with PortalSphere or the

Corporation prior to July 6, 2002. The remaining Vendors have also entered into an escrow agreement with the Corporation pursuant to which they agreed that the 210,555 Issued Shares issued to them are to be held in escrow and will be released to them in equal quarterly amounts at the end of each three month period following August 1, 2001.

The cash component of the Purchase Price is based upon a revenue sharing arrangement associated with the sale, license, lease, support or transfer of the PortalSphere technology and services in support thereof ("PortalSphere Technology"). Pursuant to this revenue sharing arrangement, each of the Major Shareholders will share equally in 15% of the gross revenue of the Corporation in the financial year ending April 30, 2002, 25% in the financial year ending April 30, 2003, and 30% in each of the three subsequent financial years derived from the PortalSphere Technology, to a maximum of $1,975,000.00 (subject to adjustment). The revenue sharing arrangement is also subject to the Major Shareholders' continued employment or consulting, as applicable, with the Corporation.

In addition, an aggregate of 22,220 common shares of the Corporation are being issued to the Major Shareholders pursuant to consulting agreement and employment agreements as part of a signing bonus for services/employment with the Corporation pursuant to the acquisition of PortalSphere.

6. Reliance on Section 75(3) of the Act

N/A

7. Omitted Information

N/A

8. Senior Officer

For further information, please contact:

David Luxton, Chief Executive Officer
InBusiness Solutions Inc.
Telephone: (613) 780-9925
Facsimile: (613) 780-9931

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Ottawa, Ontario this 24th day of September, 2001

INBUSINESS SOLUTIONS INC.

Per: ______________________________
Elisabeth Preston
General Counsel and Corporate Secretary

Schedule "A"
INBUSINESS SOLUTIONS COMPLETES PORTALSPHERE ACQUISITION

"Best-of-breed" Wireless and Portal technology will accelerate introduction of new B2B applications to InBusiness city portals and leverage InBusiness e-Services

September 12, 2001, Ottawa Ontario - InBusiness Solutions Inc. ("InBusiness" or "the Company") (TSE: BIZ) announced today that it has completed the acquisition of PortalSphere Inc. ("PortalSphere") and its portal application development and server technology as previously announced on July 8, 2001.

Final, key terms were unchanged from the original announcement in July. The transaction is primarily a stock deal for up to 883,908 InBusiness shares and includes contingent consideration of up to $1.975 million cash based on a performance earn-out structure.

"This is a leading and highly leverageable technology which we expect will generate several new revenue streams, improve margins, and also reduce internal costs", said David Luxton, Chief Executive Officer of InBusiness. "And", he added, "PortalSphere's seasoned technical team rounds out our e-engineering capabilities. When you add it up, this package of technology
and talent represents tremendous value."

"PortalSphere technology powers B2B portals and mobile business solutions" said Dr. Hany Greiss, Chief Technologist at PortalSphere. "With the marketing and distribution power of InBusiness, and its blue chip customer base, PortalSphere can now reach a broader market, and with much greater speed."

"PortalSphere is a great fit with the captive InBusiness market channel to business," said Luxton. This channel consists of a strategic integration of local online business centres offering practical services and applications, all promoted through the network of regional business newspapers operated by InBusiness across the country, and its partnered affiliates outside Canada. "PortalSphere has already developed an initial suite of compelling business applications for small and mid-size business," said Luxton, "and we will immediately deploy these into our online channel and promote them in our print publications."

InBusiness also expects PortalSphere to be an attractive technology solution for clients of the InBusiness e-Services group, and to generate internal improvements in InBusiness' own portal programs, which can operate with higher performance and at lower cost on the PortalSphere platform.

InBusiness Solutions Inc.

InBusiness Solutions is an established public company listed on the TSE, with proven expertise in e-Business solutions, as well as its own "e-Channel" to business, comprising community business publications (including *Toronto Business Journal, Ottawa Business Journal, Journal
d'Affaires de Montréal, and Silicon Valley NORTH*), plus online business news and intelligence services and virtual business centre portals (e.g. www.torontobusinesscentre.com) through which it markets e-Products for business. InBusiness has over 280 professionals working for the Company. Additional information is available at www.inbusiness.com.

For further information:

David Luxton, Chief Executive Officer
(613) 780-9925 Ext. 223