

FORM 27
THE SECURITIES ACT
MATERIAL CHANGE REPORT UNDER SECTION (75) 2

Item 1. Reporting Issuer

VERGENE CAPITAL CORP., 4th Floor, 56 Temperance Street, Toronto, Ontario, M5H 3V5.

Item 2. Date of Material Change

October 7th, 2003.

Item 3. Press Release

The Press Release was sent on October 7th, 2003 via CCNMatthews--Toronto, Ontario.

Item 4. Summary of Material Change

For further information, attached hereto is a copy of the Press Release.

Item 5. Full Description of Material Change

For further information, attached hereto is a copy of the Press Release.

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

Confidentiality is not requested.

Item 7. Omitted Information

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

Item 8. Senior Officer

Anthony Roodenburg, President, [416] 485-1327.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto this 9th, day of October, 2003.

VERGENE CAPITAL CORP.

Per: *"Anthony Roodenburg"*

Anthony Roodenburg,
President

