

TECSYS INC.

MATERIAL CHANGE REPORT

Item 1. Item Reporting Issuer

TECSYS Inc.
87 Prince Street
5th Floor
Montreal, Quebec
H3C 2M7

Item 2. Item Date of Material Change

July 15, 2003.

Item 3. Item Press Release

A press release with respect to the material change was issued by TECSYS Inc. (“TECSYS”) in Montreal through Canada News Wire on July 15, 2003 and was electronically filed through SEDAR under project no. **557420**.

Item 4. Item Summary of Material Change

TECSYS filed with the Toronto Stock Exchange (“TSX”) a Notice of Intention to make a Normal Course Issuer Bid.

Item 5. Item Full Description of Material Change

TECSYS filed with the TSX a Notice of Intention to Make a Normal Course Issuer Bid (the “Bid”) pursuant to which TECSYS intends to purchase up to a maximum of 910,000 of its common shares (the “Common Shares”), being approximately 10% of the 9,118,157 Common Shares comprising the public float as of June 30, 2003, but not more than 2% of the outstanding Common Shares as at June 30, 2003 in any 30-day period. TECSYS may make purchases under the Bid from July 17, 2003 to the earlier of (i) July 16, 2004, (ii) the date TECSYS acquires the maximum number of Common Shares permitted under the Bid and (iii) the date TECSYS decides not to make any further purchases under the Bid. The price which TECSYS will pay for the Common Shares will be the prevailing market price of the Common Shares at the time of acquisition.

Item 6. Item Reliance on a section of a *Securities Act* regarding confidentiality

N/A

Item 7. Item Omitted Information

N/A

Item 8. Item Senior Officer

Mr. Berty Ho-Wo-Cheong
Vice-President, Finance & Administration
and Chief Financial Officer

Telephone: (514) 866-0001
Facsimile: (514) 866-1805

Item 9. Item Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Montreal, Quebec this 15th day of July, 2003.

TECSYS INC.

(s) Berty Ho-Wo-Cheong
Berty Ho-Wo-Cheong
Vice-President, Finance & Administration
and Chief Financial Officer