

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 53-901F
(formerly Form 27)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Imagis Technologies Inc.
Suite 1300, 1075 West Georgia Street
Vancouver, B.C. V6E 3C9

Item 2. Date of Material Change

December 6, 2001

Item 3. Press Release

New York, December 6, 2001

Item 4. Summary of Material Change

At yesterday's Biometrics and Security Technology Investment Forum held in New York City, Iain Drummond, president and CEO of Imagis Technologies Inc. ("Imagis"), discussed the increase in demand for biometric facial recognition technology due to the heightened focus on homeland security. He also noted the technology's growing adoption rate among law enforcement agencies in the U.S. and in Europe.

Item 5. Full Description of Material Change

At yesterday's Biometrics and Security Technology Investment Forum held in New York City, Iain Drummond, president and CEO of Imagis Technologies Inc. ("Imagis"), discussed the increase in demand for biometric facial recognition technology due to the heightened focus on homeland security. He also noted the technology's growing adoption rate among law enforcement agencies in the U.S. and in Europe.

Specifically, Drummond highlighted recent company news including the following:

- ? Installation of Imagis ID-2000™ facial recognition software application at Oakland International Airport as part of a US\$2.65 million contract with Alameda County Sheriff's Department to provide a completely integrated law enforcement solution; and
- ? Imagis' development of a facial recognition application based on Imagis ID-2000 to assist in Operation Landmark, an international crackdown on child pornography headed by the National Crime Squad ("NCS") in London, UK.

The Biometrics and Security Technology Investment Forum was produced by *Wall Street Reporter Magazine* and was sponsored by the American Stock Exchange. The conference examined investment opportunities in biometrics and security technology companies and was attended by leading Wall Street analysts, fund managers, and venture capitalists.

About Facial Recognition Technology

Biometric facial recognition measures characteristics of a human face, which can be used to automatically recognize an individual or verify an individual's identity.

Imagis' biometric technology uses more than 200 facial descriptors, generated from its sophisticated image analysis algorithms, to capture and compare an individual's face against a database, quickly identifying individuals who pose a potential threat. Imagis ID-2000 enables law enforcement officials and airport personnel to:

- ? Search for criminals based on images such as tattoos, jewelry, clothes and scars;
- ? Scan millions of regional, national and international database records in seconds; and
- ? Access details of criminals' aliases, associates and vehicles.

About IMAGIS

Imagis (OTCBB: IGSTF; CDNX: NAB; Germany: IGY) is a developer and marketer of advanced biometric-based software applications, which provide access control and individual identification for airports, law enforcement, customs and immigration, and criminal justice. Imagis currently has hundreds of users for several international installations of its biometric

facial recognition technology, including Canada's Pearson International Airport, several RCMP detachments in Canada, as well as numerous cities in California and Mexico. Imagis markets its products through a network of Business Partners located in North America, Asia, Europe and Latin America. Imagis' Chairman is Oliver 'Buck' Revell, who served for over 30 years in the FBI and during his career advanced to the number two-career post of Associate Deputy Director. Imagis is on the Web at <http://www.imagistechnologies.com>

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Iain Drummond
President
Suite 1300 – 1075 West Georgia St.
Vancouver, B.C. V6E 3C9
Telephone: (604) 684-4691

Sandra Buschau
Corporate Secretary
Suite 1300 – 1075 West Georgia St.
Vancouver, B.C. V6E 3C9
Telephone: (604) 684-4691

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

December 7, 2001

"Sandra Buschau"
(signature)

Sandra Buschau
Name

Corporate Secretary
Position

Vancouver, British Columbia
Place of Declaration