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

FORM 27

BRITISH COLUMBIA SECURITIES ACT

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

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under Section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked “Continuous Disclosure”.

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL - SECTION 85”, AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED “CONFIDENTIAL”.

Item 1. Reporting Issuer

State the full name and address of the principal office in Canada of the reporting issuer:

Panoramic Care Systems, Inc. (the “Company”)
5181 Ward Road
Wheat Ridge, Colorado
U.S.A. 80033
Phone: (303) 422-3886

Item 2. Date of Material Change

June 13, 2000

Item 3. Press Release

The Press Release dated June 13, 2000 was forwarded to the Canadian Venture Exchange and disseminated via Canada Stockwatch, George Cross Newsletter and Market News.

A copy of the Press Release is attached as Schedule ”A”.

Item 4. Summary of Material Change

The Company announced the signing of the definitive agreement and plan of merger to acquire Management-Data Inc. (“MDI”), of St. Louis, Missouri, a developer and provider of software applications for the healthcare industry. The Company will exchange 3.5 million shares of its common stock for all of the issued and outstanding capital stock of MDI. MDI a privately held company with 33 employees had approximately $4.5 million in revenues for 1999. The Company's family of products will be re-branded as part of the MDI Online Advantage Software offerings.

Item 5. Full Description of Material Change

Supplement the summary required under item 4 with the disclosure which should be sufficiently complete to enable a reader to appreciate the significance of the material change without reference to other material. Management is in the best position to determine what facts are significant and must disclose those facts in a meaningful manner. See also item 7.

The description of the significant facts relating to the material change will therefore include some or all of the following: dates, parties, terms and conditions, description of any assets, liabilities or capital affected, purpose, financial or dollar values, reasons for the change, and a general comment on the probable impact on the reporting issuer or its subsidiaries. Specific financial forecasts would not normally be required to comply with this form.

The above list merely described examples of some of the facts which may be significant. The list is not intended to be inclusive or exhaustive of the information required in any particular situation.

For a full description of the material change, see Schedule "A".

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

If the report is being filed on a confidential basis in reliance of Section 85(2) of the Act, state the reasons for such reliance.

INSTRUCTION:

Refer to Section 85(3) of the Act concerning continuing obligations in respect of reports filed pursuant to this subsection.

Not Applicable.

Item 7. Omitted Information

In certain circumstances where a material change has occurred and a material change report has been or is about to be filed but s. 85(3) of the Act will no longer be relied upon, a reporting issuer may nevertheless believe one or more significant facts otherwise required to be disclosed in the material change report should remain confidential and not be disclosed or not be disclosed in full detail in the material change report.

State whether any information has been omitted on this basis and provide the reasons for any such omission in sufficient detail to permit the Commission to exercise its discretion pursuant to s. 169(3) of the Act.

The reasons for the omission may be contained in a separate letter filed as provided in section 153 of the Securities Rules.

Not Applicable.

Item 8. Senior Officers

The following Senior Officer of the Company is available to answer questions regarding this report:

Kent Nuzum
5181 Ward Road
Wheat Ridge, Colorado
U.S.A. 80033
Phone: (303) 422-3886

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Wheat Ridge, Colorado, this 13th day of June, 2000.

PANORAMIC CARE SYSTEMS, INC.

Per:

"Don Muir"
Don Muir
President

Schedule "A"

PANORAMIC CARE SYSTEMS, INC.
5181 Ward Road
Wheat Ridge, Colorado
U.S.A. 80033

CDNX TRADING SYMBOL: PAY.U **DATE: June 13, 2000**

<u>NEWS RELEASE</u>

Panoramic Care and Management-Data Inc., Positioned to Provide Information Technology for Healthcare Industry via Internet's Ultra-Thin Client Technology.

DENVER, Colorado – (BUSINESS WIRE) – June 13, 2000 – Panoramic Care Systems, Inc. (CDNX: PAY.U), today announced the signing of the definitive agreement and plan of merger to acquire Management-Data Inc. ("MDI"), of St. Louis, Missouri, a developer and provider of software applications for the healthcare industry. Panoramic will exchange 3.5 million shares of Panoramic's common stock for all of the issued and outstanding capital stock of MDI. MDI a privately held company with 33 employees had approximately $4.5 million in revenues for 1999. Panoramic's family of products will be re-branded as part of the MDI Online Advantage Software offerings.

The companies intend for the acquisition to be a tax-free exchange accounted for as a pooling of interests. The completion of the transaction is subject to customary regulatory approvals from the CDNX. The anticipated closing date for the transaction is July 26, 2000. The combined companies will be moving to integrate the product offering of Panoramic's advanced patient assessment engine with MDI's product offering in an Application Service Provider (ASP) environment based on Microsoft and Citrix "ultra-thin client" technologies.

"Throughout this process it became increasingly clear that the combination of our software, technology and, particularly our staffs would result in a powerful company," stated Don Muir, president and CEO of Panoramic. "This is a company that is poised to compete in the Long Term Care software market and establish itself as a competitor in several other healthcare vertical markets."

"The execution of the Definitive Agreement marks yet another milestone in the history of MDI" said Todd Spence, President and CEO of Management-Data, Inc. "The newly formed company, MDI Technologies, is uniquely positioned to capitalize on the expanding marketplace for health care software applications and the exploding field of ASP delivered content. The signing of this agreement truly raises the bar on this very exciting playing field."

About Management-Data, Inc.

Founded in 1982 and with over 18 years of software experience in the long term care market, Management-Data, Inc. delivers an innovative system that allows long term care facilities the ability to run clinical and accounting software applications over the Internet. With hundreds of applications installed, MDI's products are sold directly and through a network of value-added resellers. MDI has maintained over the last three years compounded revenue growth of 50% per year. Net income over the last two years grew at an average of 149%. MDI is a privately held company with 33 personnel servicing over 650 long term care facilities.

MDI Financial Results, unaudited and prepared by management (US Dollars)

	Quarter Ended	Twelve Months Ended		
Fiscal	March 31, 2000	1999	1998	1997
Sales Revenue	$975,855	$4,568,312	$3,034,133	$1,700,323
Net Income Pre Bonus	$182,049	$1,798,313	$1,015,725	$322,236

About Panoramic

Founded in 1990 and based in Wheat Ridge, Colorado, Panoramic Care Systems, Inc. develops and markets a family of software products for the healthcare industry. Such products provide assessment tools and staging criteria for customized patient care in the long-term care segment of the healthcare market. In 1999 the Panoramic began deploying its first product via the ultra-thin client technology based on Microsoft's Windows 2000 Terminal Server and Citrix MetaFrame. Such technologies allow the company to deliver its product offerings via the Internet from one central location providing significant cost savings for both Panoramic and its customers. Panoramic's shares are traded on CDNX under the symbol PAY.U.

By the order of board of directors:

"Don Muir"
Don Muir, CEO

Contact information: For Panoramic: Don Muir, CEO or Kent Nuzum, CFO
Tel: (303) 422-3886, e-mail ceo@Panoramiccare.com or www.panoramiccare.com.

For MDI: Todd Spence, CEO
Tel: (314) 849-2700, website: www.mdistl.com