BRITISH COLUMBIA
ALBERTA

BC FORM 53-901F
(Previously Form 27)

MATERIAL CHANGE REPORT

Section 85(1) of the *Securities Act* (British Columbia) and Section 151 of the *Securities Rules* (British Columbia), and corresponding provisions of the securities legislation in other Provinces

Item 1. **Reporting Issuer**

MDI Technologies, Inc.
100-940 West Port Plaza Drive
St. Louis, MO 63146
U.S.A.

Date of Material Change

March 13, 2003 (being the date of the press release).

Item 2. **Press Release**

The Press Release dated March 13, 2003 was forwarded to the TSX Venture Exchange, and disseminated via Canada Stockwatch, and Market News.

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

Item 3. **Summary of Material Change**

MDI Technologies, Inc. (the “Company”) announced that it had received TSX Venture Exchange approval for a normal course issuer bid (the “Bid”) to be conducted through the facilities of the TSX Venture Exchange. Under the Bid, the Company will purchase up to 572,545 of its common shares, being 5% of the Company’s issued and outstanding share capital. All purchases under the Bid will be done at the current market price at the time of the purchase and will be performed by Canaccord Capital Corporation on behalf of the Company. All shares purchased under the Bid will be cancelled and returned to treasury.

Item 4. **Full Description of Material Change**

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

Item 5. **Reliance on Section 85(2) of the *Securities Act* (British Columbia) and corresponding provisions of the securities legislation in other Provinces**

Not Applicable.

Item 6. Omitted Information

Not Applicable.

Item 7. Senior Officers

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

Todd Spence
Chief Executive Officer
(314) 439-6400

Item 8. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at St. Louis, Missouri this 15th day of March, 2003.

MDI TECHNOLOGIES, INC.

Per:

"Todd A. Spence"
Todd A. Spence
Chief Executive Officer

Schedule "A"

MDI Technologies, Inc.

940 West Port Plaza Drive
St. Louis, Missouri
U.S.A. 63146

TSX TRADING SYMBOL: MDD.U **DATE: March 13, 2003**

NEWS RELEASE

MDI Technologies Announces Issuer Bid

St. Louis, Missouri – March 13, 2003.

The Company wishes to announce that it has obtained the approval of the TSX Venture Exchange to undertake a normal course issuer bid to purchase up to 572,545 of its 11,450,888 issued and outstanding common shares being 5% of the Company's issued and outstanding common shares. Purchases will be made on the open market through the facilities of the TSX Venture Exchange. All purchases will be made, on behalf of the Company, by Canaccord Capital Corporation. The price paid will be the prevailing market price of such common shares at the time of purchase. Any shares purchased pursuant to the bid will be cancelled and returned to treasury.

The bid will commence on March 18, 2003 and will terminate on March 18, 2004, or at such earlier time as the bid has been completed. The Company reserves the right to terminate the bid earlier if it feels that it is appropriate to do so. Pursuant to a previous normal course issuer bid that terminated on January 21, 2003, the Company purchased 507,000 of its common shares for an average purchase price of $0.35 per share.

The Company believes that the current market price of its securities does not give full effect to their underlying value and that, accordingly, the purchase of securities will increase the proportionate interest of, and be advantageous to, all remaining securityholders. The normal course purchases will also afford an increased degree of liquidity in the market.

Further announcements will be made as and when appropriate.

About MDI Technologies, Inc.

MDI develops and markets a family of software products for the healthcare industry. Such products deliver an innovative system that allows long-term care facilities the ability to run clinical and accounting software applications either locally or over the Internet. In addition, MDI provides assessment tools and staging criteria for customized patient care in the long-term care segment of the healthcare market. In 1999, MDI 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 MDI and its customers. MDI shares are traded under the name of MDI Technologies, Inc. on the TSX Venture Exchange under the symbol MDD.U.

This News Release may contain certain statements related to revenues, expenses, development plans and similar items that represent forward-looking statements. Such statements are based on assumptions and estimates related to future economic and market conditions. The assumptions are reviewed regularly by management, however, they involve risks and uncertainties including, without limitation, changes in markets and competition, technological and competitive developments, and potential downturns in economic conditions generally, that could cause actual results to differ materially from those contemplated in the forward-looking statements.

By the order of board of directors:

"Todd Spence"
Todd Spence, CEO

Contact information: For MDI Technologies: Todd Spence CEO
Tel: (314) 439-6400, e-mail tas@mdistl.com

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.