

This is the form of a material change report required under section 85 (1) of the *Securities Act* and section 151 of the *Securities Rules*.

**BC FORM 53-901F  
(Previously Form 27)**

*Securities Act*

**MATERIAL CHANGE REPORT**

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: If this report is filed on a confidential basis, put at the beginning of the report in block capitals "CONFIDENTIAL - SECTION 85", and file in an envelope marked "Confidential – Attention: Supervisor, Financial Reporting".

**Item 1: Reporting Issuer**

*CareerExchange Interactive Corp.  
1040-885 West Georgia Street  
Vancouver, B.C. V6C 3E8*

**Item 2: Date of Material Change**

*November 28, 2001*

**Item 3: Press Release**

*November 28, 2001 – Canada Newswire*

**Item 4: Summary of Material Change**

The Board of CareerExchange Interactive Corp. is pleased to announce the signing of our 45th client to our SonicRecruit Product since its launch in March of 2001. This is a 50% increase in sales from the Company's last update on September 10, 2001. New clients of the SonicRecruit Product include two large multinational organizations, ON Semiconductor and AEGON Direct Marketing.

**Item 5: Full Description of Material Change**

**CareerExchange Interactive's (CDNX:CRX) SonicRecruit Product Sales grow by 50% since September 10, 2001**

EMERYVILLE, CA, Nov. 28 /CNW/ - The Board of CareerExchange Interactive Corp. is pleased to announce the signing of our 45th client to our SonicRecruit Product since its launch in March of 2001. This is a 50% increase in sales from the Company's last update on September

10, 2001. New clients of the SonicRecruit Product include two large multinational organizations, ON Semiconductor and AEGON Direct Marketing.

"The sales growth of our SonicRecruit product continues to flourish, and it is now being used by several large multinational corporations ", states Jason Moreau, President and CEO of CareerExchange Interactive. "Both ON Semiconductor and AEGON Direct Marketing are examples of two new multinationals that we are very proud to be associated with" states Mr. Moreau.

ON Semiconductor is a 15,000 employee company with over US\$1.4 billion in sales over the last year. AEGON Direct Marketing (formerly JCPenney Direct Marketing Services) is a member of the AEGON Group, one of the world's largest life and health insurance companies at 24,000 employees and over US\$28.3 billion in sales in the last year.

The SonicRecruit product, which sells for around CDN\$12,000 on an annualized recurring basis, is a complete ASP package that allows clients to manage the recruitment process in an efficient and cost effective manner. SonicRecruit provides employers with the ability to extend their recruiting efforts by creating a career section on their corporate web site allowing all internal or external job seekers to search for and apply to jobs online. Additional features give users the ability to schedule tasks, create an efficient workflow, track the results of interviews or recruiting events, and to prepare detailed analyses of the company's recruiting efforts.

#### CareerExchange Highlights

- Over 300 Clients using CareerExchange's Job Board Product and SonicRecruit Applicant Tracking System Product.
- Profitable last 3 fiscal years, with revenues over \$1.1 million for the year ended December 31, 2000.
- New SonicRecruit Product selling at a rate of over 6 per month.
- 275,000 unique visitors per month on the CareerExchange job board.

#### About CareerExchange

Six year old CareerExchange is a profitable internet-based recruiting solutions company providing a direct exchange of information between job seekers and employers. CareerExchange currently has over 70,000 resumes in its database and over 300 clients including: Investors Group, Edward Jones, American Express, Holloway Schulz & Partners, Selkirk Financial, Corporate Recruiters, Kforce.com, John Hopkins University, the University of Southern California, Hall Kinion, and Manpower. CareerExchange has partnerships with Yahoo!, AltaVista, Jobbank USA, and America's Job Board. To find out more about CareerExchange Interactive Corp. (CDNX: [CRX](#) - [news](#)), visit our website at [www.careerexchange.com](http://www.careerexchange.com)

#### **Item 6: Reliance on section 85 (2) of the Act**

N/A

#### **Item 7: Omitted Information**

N/A

**Item 8: Senior Officers**

*Joel Rutherford, Director and Corporate Secretary – Tel: 604.688.5194*  
*Jason Moreau, President and CEO – Tel: 510.845.3595*

**Item 9: Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 6 day of December, 2001 at Vancouver, BC.

BY: “JOEL RUTHERFORD”

Corporate Secretary

JOEL RUTHERFORD  
(Please print here name of individual whose  
signature appears above.)