

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

January 23, 2002

Item 3: Press Release

January 23, 2002 – Canada Newswire

Item 4: Summary of Material Change

The Board of CareerExchange Interactive Corp. is pleased to announce the company has launched an updated version of the company's flagship applicant tracking software, SonicRecruit. This latest release is SonicRecruit 3.0.

Item 5: Full Description of Material Change

CareerExchange Launches SonicRecruit Release 3.0

SAN FRANCISCO, CALIFORNIA, January 23, 2002 – The Board of CareerExchange Interactive Corp. is pleased to announce the company has launched an updated version of the company's flagship applicant tracking software, SonicRecruit. SonicRecruit Release 3.0 includes a number of additional features including:

- Job Posting Status

- Enhanced Reporting for ‘Time to Fill’ Positions
- EEO Reporting
- Group Prescreening Questions
- Calendar Sharing/Collaboration
- ADP Integration

This latest release of SonicRecruit is a collaboration of over four months of programming driven by client requests for additional features to enhance the hiring process.

“We believe SonicRecruit is the best applicant tracking system available and we continue to add additional features to our product to ensure our customers receive the most effective applicant tracking tool on the market”, states Jason Moreau, President and CEO of CareerExchange. “The fact we are already receiving renewals from our clients we signed on last year confirms the high satisfaction levels and demand for our SonicRecruit product.”

Helene B. Cotter, V.P. of Owens-Cotter Health Consulting has used SonicRecruit since it’s launch. “After having struggled with our own database for a few years, my partner and I began to search for a new system, something that hopefully would meet the needs of our growing company. SonicRecruit has not only met the needs we knew we had, but met some that we hadn’t even thought about yet!” remarks Cotter. “I don’t think we could have doubled our revenue this year without them. We consider them a valuable partner in our success”, states Cotter.

About CareerExchange and SonicRecruit

Six year old CareerExchange is an 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, ON Semiconductor, the University of Southern California, Hall Kinion, and Manpower. CareerExchange has partnerships with Yahoo!, AltaVista, Jobbank USA, and America’s Job Board. CareerExchange’s SonicRecruit product provides employers with the ability to extend their recruiting efforts by creating a career section on their corporate web site allowing all internal and 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. To find out more about CareerExchange Interactive Corp. (CDNX: CRX), visit our website at 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 23rd day of January, 2002 at Vancouver, BC.

BY: “JOEL RUTHERFORD”

Corporate Secretary

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