

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

February 20, 2002

Item 3: Press Release

February 20, 2002 – Canada Newswire

Item 4: Summary of Material Change

The Board of CareerExchange Interactive Corp. (CDNX:CRX) is pleased to announce the company has launched a new product targeted for human resource professionals. The new resume search product, Resume BullsEye, allows recruiters to search the CareerExchange database of over 90,000 resumes free of charge. The recruiter will only be charged for the contact information of the resumes of interest.

Item 5: Full Description of Material Change

CareerExchange Launches Resume Search Application

SAN FRANCISCO, CALIFORNIA, February 20, 2002 – The Board of CareerExchange Interactive Corp. (CDNX:CRX) is pleased to announce the company has launched a new product targeted for human resource professionals. The new resume search product, Resume BullsEye, allows recruiters to search the CareerExchange database of over 90,000 resumes free of charge. The recruiter will only be charged for the contact information of the resumes of interest.

CareerExchange is the first to market with a resume search application that only charges the end user after high potential candidates are found. This new feature, which was introduced as a result of a survey of human resource professional's online needs, will provide CareerExchange customers an efficient and economical way to search our large database of resumes in order to find the best candidate for the position. To try out the new Resume BullsEye application please go to www.careerexchange.com and click on the Resume BullsEye link.

“Our company prides itself in bringing new human resource applications to market first, and we believe that this will be an application that will become the standard in the e-recruiting industry”, states Jason Moreau, President and CEO of CareerExchange. “Our research tells us that this new application fits our customers needs for a more streamlined recruiting process at a fraction of the cost of conventional resume searching processes”.

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 90,000 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 20th day of February, 2002 at Vancouver, BC.

BY: “JOEL RUTHERFORD”

Corporate Secretary

JOEL RUTHERFORD

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