

PEACHTREE NETWORK INC.

Material Change Report

Under Section 85(1) of the *Securities Act* (British Columbia) and the corresponding provisions of the *Securities Acts* of Alberta, Saskatchewan, Ontario and Quebec

1. **Reporting Issuer:**

Peachtree Network Inc. (the "Corporation")
Suite 201 – 1628 Sherbrooke Street West
Montreal, Quebec H3H 1C9

2. **Date of Material Change:**

March 21, 2000

3. **Press Release:**

A press release of the Corporation was disseminated on March 22, 2000 from Montreal, Quebec by the Corporation.

4. **Summary of Material Change:**

See press release attached.

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

See press release attached.

6. **Reliance on Confidentiality provisions under relevant Securities legislation:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Senior Officer:**

Any enquiries with respect to the transactions described in this material change report should be made to Gregory Kalinin, Chief Executive Officer at (514) 934-1444.

9. **Statement of Senior Officer:**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 22nd day of March, 2000.

"Tom S. Kusumoto"

Tom S. Kusumoto
Chief Financial Officer and Director

PEACHTREE NETWORK COMPLETES INITIAL PUBLIC OFFERING AND LISTING ON CDNX

Peachtree Network becomes Canada's first publicly traded online grocer and food channel

MONTREAL, March 21, 2000 – Peachtree Network Inc. (“Peachtree Network”) today announced the completion of its initial public offering of 2.4 million common shares at an offering price of \$1.00 (CDN) per share. The shares will commence trading on the Canadian Venture Exchange (“CDNX”) under the symbol “PCH” on March 22, 2000. Yorkton Securities Inc. acted as Peachtree Network’s sponsor and agent while Mercury Partners & Company Inc. (“Mercury Partners”) acted as Peachtree Network’s financial advisor. Proceeds will be used to fund Peachtree Network’s continued expansion and marketing initiatives across North America.

“The IPO marks a significant milestone for Peachtree Network and will serve to fuel our future growth in the online grocery and food shopping markets,” said Gregory Kalinin, Chief Executive Officer. “The funds generated by our IPO, combined with the \$2 million invested by or arranged through Mercury Partners, will allow us to continue our expansion into key markets across North America.”

Peachtree Network’s business model is unique within the online grocery industry. The company concentrates on online marketing and online retail operations, while partnering grocers supply the groceries and the means to deliver them. By leveraging existing infrastructure, Peachtree Network is able to rapidly expand into new markets without incurring significant expansion costs. Working with quality regional grocers and grocery chains, Peachtree Network has been providing Web-based online grocery shopping longer than any other company in Canada. Founded in 1995, Peachtree Network is headquartered in Montreal, Canada.

About Peachtree Network

Peachtree Network is the operator of PeachtreeNetwork.com, a leading online grocer and Internet destination for food lovers. Deploying a business model that is unique within the online grocery industry, Peachtree Network has established innovative partnerships with regional grocers and quality food suppliers to deliver high quality groceries and excellent customer service. The company focuses on online marketing and online retail operations to set the benchmark in Internet grocery shopping with a proven track record. Offering online grocery shopping services in 13 markets across North America, Peachtree Network is changing the way consumers shop for groceries. In addition, all PeachtreeNetwork.com visitors can purchase health food, gift baskets, gourmet food and cookware as well as receive free food information services online.

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For more information, please contact:

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The Canadian Venture Exchange has not reviewed and does not accept responsibility of the adequacy or accuracy of this release.