

MATERIAL CHANGE REPORT

1. **Reporting Issuer**

Vicwest Corporation
1296 South Service Road
Oakville, Ontario
L6L 5T7

2. **Date of Material Change**

August 1, 2003

3. **Publication of Material Changes**

A press release was issued on August 5, 2003 through Canada Newswire.

4. **Summary of Material Changes**

As previously announced, Vicwest Corporation ("Vicwest") and certain of its Canadian subsidiaries obtained an order on May 12, 2003 to begin Vicwest's restructuring under the Companies' Creditors Arrangement Act ("CCAA"). Vicwest's protection under the CCAA has been extended until August 12, 2003.

A meeting of affected creditors of Vicwest was held on Friday, August 1, 2003 (the "Meeting"). The Meeting was held to consider a plan of compromise and reorganization (the "Plan") proposed by Vicwest pursuant to the CCAA. The Plan was approved at the Meeting by the requisite majorities of affected creditors as required by the CCAA.

Vicwest will seek sanction of the Plan by the Ontario Superior Court of Justice at a hearing to be held on August 12, 2003 at 10:00 a.m. The hearing will take place at 393 University Avenue, Toronto, Ontario. Any person wishing to appear at the hearing but who is not on the service list is required to file with the Court and serve on the solicitors for Vicwest and the other applicants, Deloitte & Touche Inc., as monitor to Vicwest (the "Monitor"), and the other parties on the service list by no later than 5:00 p.m. on August 6, 2003, a notice of intention to appear.

5. **Full Description of Material Change**

As previously announced, Vicwest and certain of its Canadian subsidiaries obtained an order on May 12, 2003 to begin Vicwest's restructuring under the CCAA. Vicwest's protection under the CCAA has been extended until August 12, 2003.

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As previously announced, the preparation and filing of Vicwest's consolidated financial statements for the year ended December 31, 2002 and the quarter ended March 31, 2003 have been delayed as a result of Vicwest's restructuring activities under the CCAA. Vicwest anticipates that it will be able to comply with its financial statement filing requirements after completion of its restructuring process. At this time it is anticipated that Vicwest will emerge from its restructuring process in late August or early September, 2003.

6. **Confidentiality of Information**

This report is not being filed on a confidential basis.

7. **Omitted Information**

Not applicable.

8. **Senior Officer**

Inquiries in respect of the material change referred to herein may be made to:

Joshua Rizack
Chief Restructuring Officer
Vicwest Corporation
1296 South Service Road
Oakville, Ontario
L6L 5T7
Telephone: (905) 825-2252

9. **Statement of Senior Officer**

The information contained in this material change report accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 6th day of August, 2003.

"Joshua Rizack" (signed)

Joshua Rizack
Chief Restructuring Officer