

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*

FORM 27

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

APPAREO SOFTWARE INC.
Suite 3063, 595 Burrard Street
Vancouver, BC
V7X 1L4

Item 2. Date of Material Change

March 14, 2001

Item 3. Press Release

The Issuer issued a press release dated March 14, 2001, pursuant to section 85(1) of the Act, a copy of which is attached hereto.

Item 4. &

Item 5. Summary and Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

This report is not being filed on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

To obtain further information contact Stuart McNeill, CEO and a Director of the Company at (604) 633-2837 or Michael Dake, Investor Relations Manager at (604) 633-2842

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, BC, this 14th day of March, 2001.

"Stuart McNeill"
(signature of senior officer)