

**BC FORM 53-901F (Previously Form 27)
FORM 27 (ALBERTA)**

SECURITIES ACT

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE
SECURITIES ACT (BRITISH COLUMBIA) AND SECTION 146(1) OF THE
SECURITIES ACT (ALBERTA)**

ITEM 1 REPORTING ISSUER

**AVANTEC TECHNOLOGIES INC.
#1104-750 West Pender Street
Vancouver, BC
V6C 2T8
Tel: (604) 683-8610
Fax: (604) 683-4499**

ITEM 2 DATE OF MATERIAL CHANGE

March 5, 2004

ITEM 3 NEWS RELEASE

March 5, 2004 through the facilities of the TSX Venture Exchange.

ITEM 4 SUMMARY OF MATERIAL CHANGE

Unit Private Placement

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

Avantec Technologies Inc. (the "Company") is pleased to announce that, subject to regulatory acceptance, it has arranged a private placement in the amount of 500,000 units of the Company at a price of \$0.20 per unit for gross proceeds of \$100,000. Each unit consists of one common share and one non-transferable share purchase warrant. One warrant entitles the holder to purchase one additional common share at an exercise price of \$0.25 per share for a period of one year from the date of issuance of the units. If the warrants are exercised an additional \$125,000 will be realized. The subscription proceeds will be used for general working capital purposes.

**ITEM 6 RELIANCE ON SECTION 85(2) OF THE SECURITIES ACT (BC) AND
SECTION 146(2) OF THE SECURITIES ACT (ALBERTA)**

N/A

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 **SENIOR OFFICERS**

Jerry Minni – Director, Tel., 604-683-8610

ITEM 9 **STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change referred to in this report.

Dated at Vancouver, B.C. this 5th day of March, 2004.

“JERRY A. MINNI”

JERRY A. MINNI, Director

IT IS AN OFFENCE UNDER THE SECURITIES ACT, THE SECURITIES REGULATION AND THE ALBERTA SECURITIES COMMISSION RULES FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THE REGULATIONS THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.