

ALBERTA, BRITISH COLUMBIA, ONTARIO

FORM 27 - MATERIAL CHANGE REPORT

SECURITIES ACT

Section 85(1) of the *Securities Act* (British Columbia)

Section 118(1) of the *Securities Act* (Alberta)

Section 75(2) of the *Securities Act* (Ontario)

ITEM 1. REPORTING ISSUER

How to Web TV Inc.
550 Queen St. East, Suite 320
Toronto, Ontario
Canada M5A 1V2
416-362-2168 (T)
416-365-2179 (F)
www.howtowebsite.com

ITEM 2. DATE OF MATERIAL CHANGE

March 8, 2001

ITEM 3. MEDIA RELEASE

Date of Issuance: May 29, 2001
Place of Issuance: Toronto, Ontario

ITEM 4. SUMMARY OF MATERIAL CHANGE

How to WebTV is pleased to announce that it has appointed certain key officers to manage and run the various operations of the company.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please see attached press release.

ITEM 6. RELIANCE ON CONFIDENTIALITY PROVISIONS OF THE ACT

Not Applicable.

ITEM 7. OMITTED INFORMATION

No significant facts remain confidential and no information has been omitted in this report.

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ITEM 8. SENIOR OFFICER

The name and business telephone number of a Senior Officer of the Company who is knowledgeable about the material change is as follows:

Name:	Bala Iyer
Title:	Chief Financial Officer
Telephone:	416 362 2168 x 233

ITEM 9. STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.
Dated at Toronto, Ontario, this 29th day of May, 2001

"Bala Iyer"

Bala Iyer (signed)
Chief Financial Officer



How To WebTV Inc. Appoints New Officers.

HowToWebTV

HOW.V

May 29, 2001 – Toronto, Ontario - How To Web TV Inc. (HOW.V: CDNX) a leader in the business of on demand video broadcasting and distribution of how-to videos over the Internet today announced the appointment of officers for the company.

Mr. Jim Attridge has been appointed to the office of President and Chief Operating Officer of the company, Mr. Bala Iyer as Chief Financial Officer and Ms. Deborah Essery as Vice-President, U.S. Operations.

Since its inception in early 1999, How To WebTV has been developing an interactive media site located at www.howtowebtv.com and has focused on developing diversified channels of revenue. How To WebTV broadcasts how-to programs over the internet of 2-3 minute duration from its wholly owned library of more than 8000 how-to videos. The Company's content spectrum spans the areas of home furnishings, renovations, home entertainment video games and medical information. Howtowebtv.com has distribution agreements of its video content with key Internet portals such as AOL Canada, Windows Media Canada, Windows Media US, Canoe, etc.

For more information contact:

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The Canadian Venture Exchange Inc. has not reviewed and does not accept any responsibility for the adequacy of this release.