

MATERIAL CHANGE REPORT PURSUANT TO

SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA) SECTION 146(1) OF THE *SECURITIES ACT* (ALBERTA) SECTION 73 OF THE *SECURITIES ACT* (QUEBEC)

1. Reporting Issuer

Sigma Ventures Inc. (the "**Corporation**").

2. Date of Material Change

May 15, 2006

3. Press Release

A press release was issued on May 16, 2006. A copy of the press release is attached hereto as Appendix "A".

4. Summary of Material Change

The Corporation announced the completion of a private placement financing and issued 9,999,967 common shares and 4,999,991 warrants.

5. Full description of material change

Please see the press release attached hereto as Appendix "A".

6. Reliance on confidentiality section of the Act

Not applicable.

7. Omitted information

Not applicable.

8. Senior Officer

To obtain further information contact Mr. Denis Bertrand, President and CEO at (418) 888-5200 ext. 224.

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred-to herein.

Dated, this 25th day of May, 2006.

APPENDIX “A”

SIGMA VENTURES INC.

PRESS RELEASE

FOR IMMEDIATE RELEASE

SYMBOL TSX-V : SVX

DATE : May 16, 2006

**SIGMA VENTURES INC. ANNOUNCES THAT IT HAS COMPLETED A PRIVATE
PLACEMENT FINANCING AND ISSUED 9,999,967 COMMON SHARES AND 4,999,991
WARRANTS**

Sigma Ventures Inc. (SVX-TSX Venture) (“Sigma”) wishes to announce that has completed its private placement for a maximum amount of \$ 6,000,000 in a brokered private placement of units issued at a price of \$0.60 and composed of one common share and one-half common share purchase warrant. Sigma issued 9,999,967 common shares and 4,999,991 warrants. Each warrant allows the holder to purchase an additional common share of Sigma at the price of \$0.85 per share and 18 months from the date of issuance. The offering was conducted by a syndicate of agents, led by Rathlin Capital International Inc. and Jones, Gable & Company Limited.

Sigma Ventures is a consolidator of plastic composite (pultrusion & injection moulding) and metal manufacturers that service the transportation, machinery, agriculture and alternative energy markets.

The Exchange does not accept responsibility for the adequacy or accuracy of this release.

For more information, please contact :

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