This is a form of a material change report required under Section 85(1) of the *Securities Act*.

FORM 27
Securities Act

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

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS, PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

Item 1. Reporting Issuer

SCHWANBERG INTERNATIONAL INCORPORATED (the "Issuer")
P.O. Box 58, 620 Lake Avenue, Silverton, British Columbia, V0G 2B0
Telephone: (250) 358-2851

Item 2. Date of Material Change

September 30, 2002

Item 3. Press Release

A press release was issued in Silverton, British Columbia on September 30, 2002 and was disseminated through Stockwatch, and Market News and copies were filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions.

Item 4. Summary of Material Change

The issuer has completed has completed the purchase of all the issued and outstanding shares of Lanex Resources Inc. and Macroplus Energy Inc. of Alberta. Adjusted purchase price is $653,930.

Item 5. Full Description of Material Change

Acquisition of Shares of Lanex Resources and Macroplus Energy Inc.

On September 30, 2002 the Issuer completed the purchase of all the issued and outstanding shares of Lanex Resources Inc. and Macroplus Inc. of Alberta. The Company paid an adjusted purchase price of $653,930 consisting of $583,930 in cash and issued 700,000 shares of the Company's stock at a deemed price of $0.10 per share to the vendors. The acquisition was financed by a combination of bank debt and cash from the Company's treasury. The Company received conditional approval from the TSX Venture Exchange on September 30, 2002 for this acquisition. In conjunction with the closing of the transaction, The Company granted options to acquire 250,000 common shares of the Company to a member of the management of Lanex who will continue to assist Schwanberg with the management of its oil and gas properties. The options are exercisable at a price of $0.10 per share for a period of 2 years. The rest of the private placement of 350,000 shares to two placees was closed on October 1, 2002. The original private placement closed prior to the closing of the acquisition on September 30, 2002.

The main asset of Lanex includes its oil and gas interests in the Garrington area, Alberta. An engineering report preparedly Sproule Associates Limited of Calgary with an effective date of July 1, 2002 evaluates Lanex petroleum and natural gas reserves at $692,000 proved producing and $713,000 proved plus probable at a discount rate of 10% (escalated prices). At constant prices proved producing is $704,000 proved plus risked probable is $728,000 at a discount rate of 10%. Lanex net production is 37 boed.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

The Senior Officer of the Issuer who is knowledgeable about the material change and the report is Burkhard Franz, President (250) 358-2851.

Item 9. <u>Statement of Senior Officer</u>

The foregoing accurately discloses the material change referred to herein.

Dated this 30th day of September 2002.

SCHWANBERG INTERNATIONAL INCORPORATED

By:"Burkhard Franz"

Director
(Official Capacity)

Burkhard Franz
(Please print here name of individual whose signature appears above.)

SCHWANBERG INTERNATIONAL INCORPORATED
Box 267
New Denver, British Columbia, V0G 1S0
Tel: (250) 358-2851
Fax: (250) 358-2808

September 30, 2002 Trading Symbol: SCH

NEWS RELEASE

Mr. Burkhard Franz reports:

Schwanberg announces that the Company has completed the purchase of all the issued and outstanding shares of Lanex Resources Inc. and Macroplus Energy Inc. of Alberta. The Company paid an adjusted purchase price of $653,930 consisting of $583,930 in cash and issued 700,000 shares of the Company's stock at a deemed price of $0.10 per share to the vendors. The acquisition was financed by a combination of bank debt and cash from the Company's treasury. The Company received conditional approval from the TSX Venture Exchange on September 30, 2002 for this acquisition. In conjunction with the closing of the transaction, the Company is granting options to acquire up to 250,000 common shares of the Company to a former member of the management of Lanex who will continue to assist Schwanberg with the management of its oil and gas properties. The options are exercisable at a price of $0.10 per share for a period of 2 years.

The main asset of Lanex includes its oil and gas interests in the Garrington area, Alberta. An engineering report prepared by Sproule Associates Limited of Calgary with an effective date of July 1, 2002 evaluates Lanex petroleum and natural gas reserves at $692,000 proved producing and $713,000 proved plus risked probable at a discount rate of 10% (escalated prices). At constant prices proved producing is $704,000 proved plus risked probable is $728,000 at a discount rate of 10%. Lanex net production is 37 boed.

The Company intends to focus on exploration and development of its interest in the Garrington area and has identified drilling and recompletion targets to commence soon.

The Company announces the closing of the rest of the private placement of 350,000 shares to two placees. The original private placement was 1,000,000 shares at $0.10 per share. 650,000 shares of the private placement closed prior to the closing of the acquisition on September 30, 2002.

BY THE ORDER OF THE BOARD OF DIRECTORS

"Burkhard Franz"
Burkhard Franz, President & Director