

FORM 27
SECURITIES ACT

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

Item 1

REPORTING ISSUER

AUSTPRO ENERGY CORPORATION
Suite 910 - 470 Granville St.,
Vancouver, B.C. V6C 1V5

Company Contact: MICHAEL H. ALTMAN, Secretary

Item 2

DATE OF MATERIAL CHANGE

August 8, 2000

Item 3

PRESS RELEASE

The Issuer issued a press release at the City of Vancouver, B.C. dated August 8, 2000

Item 4

SUMMARY OF MATERIAL CHANGE

To announce that Dr. Efstathios Barootes, a director of the Company, passed away July 30, 2000.

Item 5

FULL DESCRIPTION OF MATERIAL CHANGES

Mr. Edward Odishaw, Chairman and President of Austpro Energy Corporation (the "Company") regrets to announce that Dr. Efstathios Barootes, a director of the Company, passed away July 30, 2000.

Dr. Barootes was a director of the Company since December 1995 and his active participation, support and sense of humour will be missed by the Board.

Item 6

RELIANCE ON SECTION 85 (2) OF THE ACT

N/A

Item 7 **OMITTED INFORMATION**

none

Item 8 **SENIOR OFFICERS/DIRECTORS**

For further information and/or particulars, contact Michael H. Altman,
Corporate Secretary, at (604) 669-8929

Item 9. **STATEMENT OF DIRECTOR**

The undersigned hereby certifies that the foregoing accurately
discloses the material change referred to herein and referred to in the
attached news release.

DATED AND EXECUTED THIS 8th DAY
OF August, 2000, AT THE CITY OF
VANCOUVER, IN THE PROVINCE OF BRITISH
COLUMBIA BY:

original signed by

EDWARD A. ODISHW, PRESIDENT
AUSTPRO ENERGY CORPORATION