

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name And Address Of Company

Enerchem International Inc.
450 – 630 – 6 Avenue SW
Calgary AB T2P 0S8

Item 2. Date Of Material Change

May 1, 2006

Item 3. News Release

A news release was disseminated through the services of Canada Newswire on May 1, 2006.

Item 4. Summary Of Material Change

On May 1, 2006, Enerchem International Inc. (“Enerchem”) completed the acquisition of all of the issued and outstanding shares of Millard Trucking Ltd. and J.D.M. Trucking Ltd. for a purchase price (including adjustments) of \$3,225,000. Of this amount, \$532,000 was paid by the issuance of 100,000 Common Shares at a price of \$5.32 per share, and the balance of \$2,693,000 was paid in cash. Millard Trucking Ltd. and J.D.M. Trucking Ltd. are related private companies based in Sundre, Alberta, providing services respecting the transportation of fluids and other related oilfield services in Central and Southern Alberta.

Item 5. Full Description Of Material Change

On March 13, 2006, Enerchem entered into a letter of intent regarding the purchase of all the issued and outstanding shares of Millard Trucking Ltd. (“MTL”) and J.D.M. Trucking Ltd. (“JDM”). On May 1, 2006, Enerchem entered into a formal agreement respecting that transaction and completed the acquisition of the shares of MTL and JDM. Enerchem paid a total of \$3,175,000 for the shares of these two companies (including a working capital adjustment of \$225,000) and paid an additional \$50,000 in consideration for obtaining a non-competition agreement with the vendors, for a total consideration of \$3,225,000. Of this amount, \$532,000 was paid by the issuance of 100,000 Common Shares of Enerchem, and the balance of \$2,693,000 was paid in cash.

MTL and JDM are related companies headquartered in Sundre, Alberta. Services of these companies have been focused on the transportation of fluids and other related oilfield services in Central and Southern Alberta. These companies maintain a fleet of tank trucks, trailers, vacuum trucks, steamers and pressure

trucks. The operations of MTL and JDM have been amalgamated and will continue to operate under the name Millard Trucking Ltd., as a wholly owned subsidiary of Enerchem.

Enerchem is a customer of Millard, using it to provide fluid transportation services. As a result, the acquisition provides synergistic, as well as growth, opportunities for the Corporation.

Item 6. Reliance On Subsection 7.1(2) Or (3) Of National Instrument 51-102

This report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted from this report on the basis of confidentiality.

Item 8. Executive Officer

Douglas Robinson, President of the Corporation is knowledgeable about this material change and may be contacted respecting this material change at (403) 269-1500 for further information.

Item 9. Date Of Report

May 9, 2006

ENERCHEM INTERNATIONAL INC.

Per: (Signed) "Doug Robinson"
DOUGLAS ROBINSON