

SECURITIES ACT

MATERIAL CHANGE REPORT

Item 1 Name and address of Company

Tower Energy Ltd.
2110-1177 West Hastings Street
Vancouver BC V6E 2K3

Item 2 Date of Material Change

September 1, 2010

Item 3 Press Release

News Release dated **September 1, 2010** disseminated via Stockwatch under section 7.1 of National Instrument 51-102

Item 4 Summary of Material Change

See attached copy of the **September 1, 2010**, News Release.

Item 5 Full Description of Material Change

See attached copy of the **September 1, 2010**, News Release.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Senior Officers

Len Guenther, Director of the Issuer, is knowledgeable about the material change and this report. His business telephone no. is (604) 669-4340.

Item 9 Date of Report

September 1, 2010

"Len Guenther"
Director



September 1, 2010

TWR: TSX Venture Exchange

NEWS RELEASE

Tower Energy Announces Resignation of Director and President

VANCOUVER, B.C.: The Company wishes to announce that Paul Ray has resigned as President and Director of Tower Energy Ltd. (the “Company”) in order to pursue other opportunities. Tower Energy would like to thank Mr. Ray for his services.

TOWER ENERGY LTD.

Per: “Len Guenther”
Director

For further information, please contact:

Len Guenther

Director

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The TSX Venture Exchange has neither approved nor disapproved of the information contained herein.