

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Xemplar Energy Corp. (the "Company")
3467 Commercial Street
Vancouver, BC
V5N 4E8

2. Date of Material Change

June 2, 2008

3. News Release

A news release was issued on June 2, 2008 and disseminated through Canada Stockwatch, Market News and Marketwire.

4. Summary of Material Change

See attached news release.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Simon Tam, CEO, is knowledgeable about the material change set forth herein and can be reached at (604) 687-4191.

9. Date of Report

June 3, 2008