Form 51-102F3
Material Change Report

1. Name and Address of Company

Xemplar Energy Corp. (the "Company")
Suite 306, 595 Howe Street
Vancouver, BC
V6C 2T5

2. Date of Material Change

October 28, 2008

3. News Release

A news release was issued on October 28, 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) 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

October 28, 2008

October 28, 2008

NEWS RELEASE

XEMPLAR ENERGY AWARDED EXCLUSIVE PROSPECTING LICENSES FOR ITS GARUB PROPERTY

Xemplar Energy Corp. (TSX-Venture: XE, Frankfurt: E7R and Namibia: XEM) ("Xemplar" and/or the "Company") is pleased to announce that it has been awarded two Exclusive Prospecting Licenses (EPL) for the Garub property.

The total area granted to the Company under the two EPLs (EPL 3758 and EPL 3759) is 188,417 hectares (nearly 1,900 square kilometers), and will allow Xemplar two years to undertake its exploration program on this project. This brings Xemplar's total land package that is currently under license to 7,382 square kilometers, making it one of the largest EPL holder in Namibia. The EPLs that have been granted are in respect of the Nuclear Fuel (i.e., uranium) and Precious Stones Groups of Minerals.

In other news, the Company has received the results and analysis from its ground radon survey that was carried out earlier in 2008 at the Cape Cross project. The radon survey and analysis consisted of 1,042 radon cups on five detailed grids and a regional profile which identified a number of radiometric anomalies. This detailed work was conducted as a follow up on promising results returned from a 2,000 radon cup reconnaissance survey carried out in 2007. Additional radon cup surveying will be carried out. Large portions of the Cape Cross project area are sand covered, limiting radiometric response, and as such, the most effective way to explore this type of terrain is to utilize radon detectors, which detects radon gas, a by-product of uranium decay.

These results are being correlated with historical geophysical and geomorphological data and reconnaissance drilling results to develop a drilling evaluation strategy for the property. Xemplar will proceed with an exploration program consisting of percussion drilling on the palaeochannels known to exist on the property when the reconnaissance work has been completed.

Lastly, the Company continues to drill at its Warmbad project where it is engaged in the first phase of its exploration program. The objective of this phase of the exploration drill program is to gain a detailed understanding of the Warmbad project area and continually evaluate the alaskite bodies for uraniferous prospects. With $17.5 million of cash on hand, Xemplar Energy is well positioned to carry out its mandate for a minimum of the next 24 months.

About the Garub Project

The Garub project is located approximately 100 kilometres to the east of the port city of Luderitz in the south-west quadrant of Namibia, and is adjacent to the Company's Aus project. The project is in the early exploration stage, with the Company having conducted preliminary work, while it held an Exclusive Reconnaissance License. The property is characterized with extensive calcrete deposits and granitic rocks which are potential sources of uranium. It is proposed that uranium weathered from these granites has been deposited in the calcretes as carnotite.

About the Cape Cross Project

During the early 1970's, a number of exploration companies made a series of uranium discoveries in the Cape Cross area utilizing radon detectors and conducting percussion drilling. The exploration target at Cape Cross is a mineralized palaeochannel containing uranium in the form of carnotite. The Cape Cross exclusive prospecting license areas covers a total of 2,773 km² and the mineralization model would best be described as Langer Heinrich-type deposit. Langer Heinrich is a sedimentary uranium deposit located within the Namib-Naukluft Park, is approximately 200 kilometres to the southeast of Xemplar's Cape Cross project and is approximately 80 kilometres east of Swakopmund and is currently being developed by Paladin Resources of Australia.

Mike Magrum, P. Eng, a qualified person under National Instrument 43-101, has approved the technical content of this news release.

On behalf of the Board of Directors,

"Simon Tam"

Simon Tam
CEO and Director
Xemplar Energy Corp.

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