

Form 51-102F3
Material Change Report

Item 1: Name and Address of Company

Pan-Global Energy Ltd.
10th Floor, 521 3rd Avenue SW
Calgary, Alberta
T2P 3T3

Item 2 Date of Material Change

October 21, 2004.

Item 3 News Release

Pan-Global Energy Ltd. issued a Press Release on October 21, 2004 at Calgary, Alberta.

Item 4 Summary of Material Change

Short Term Bridge Debt Financing Facility

The Company has finalized its previously announced arrangement with Quest Capital Corp., pursuant to which Quest will provide a \$5,000,000 bridge debt facility financing to Pan-Global for working capital purposes.

Management & Director Changes

Effective October 18, 2004 and subject to regulatory approval, Michael E. Humphries of Washington, D.C. and Gordon D. Harris, of Calgary, Alberta have been appointed as directors of the Company. Ross A. Jones of Calgary, Alberta has been appointed Chief Financial Officer.

Item 5 Full Description of Material Change

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

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

N/A

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

N/A

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Arn Schoch
(604) 682-4984

Item 9 Date of Report

October 21, 2004.