

FORM 51-102F3
MATERIAL CHANGE REPORT

Filed pursuant to: National Instrument 51-102
Section 85 (1) of the *Securities Act* (British Columbia)
Section 146 (1) of the *Securities Act* (Alberta)
Section 75(2) of the *Securities Act* (Ontario)

Item 1. Name and Address of Company

PACIFIC ENERGY RESOURCES LTD.
Suite 1240 - 111 West Ocean Boulevard
Long Beach, California 90802
Telephone: (562) 628-1526

Item 2. Date of Material Change

February 2, 2009

Item 3. News Release

A News Release dated and issued February 4, 2009 at Long Beach, California, through Canada Stockwatch, Market News and SEDAR.

Item 4. Summary of Material Change

Further to the Company's News Release filed on SEDAR on February 4, 2009, the Company has entered into a two week extension of the forbearance period with its lenders, with the period now running through Feb. 17, 2009.

Item 5. Full Description of Material Change

Further to the Company's News Release filed on SEDAR on February 4, 2009, the Company has entered into a two week extension of the forbearance period with its lenders, with the period now running through Feb. 17, 2009.

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. Executive Officer

Gerald Tywoniuk, Chief Financial Officer
Telephone: (562) 685-9900

Item 9. Date of Report

February 12, 2009

SIGNED: "Gerald Tywoniuk"

Gerald Tywoniuk