

FORM 27

Securities Act (British Columbia)

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

ITEM 1 - Reporting Issuer:

PROMAX ENERGY INC.
Suite 810, 1122 - 4th Street S.W.
Calgary, Alberta
T2R 1M1

ITEM 2 - Date of Material Change

February 7, 2000

ITEM 3 - News Release

February 7, 2000. The press release was issued through Canada Newswire.

ITEM 4 - Summary of Material Change

Promax Energy Inc. (the "Corporation") announced its intention to change its year-end from June 30 to December 31. Mr. A.T. (Alex) Lemmens, President and CEO, announced the appointment of Mr. J.R. (Randy) Clark as Vice President Finance and Administration and Corporate Secretary. Mr. David Todoruk continues his employment with the Corporation as Manager, Investor Relations.

In addition to Mr. Lemmens, Chairman of the Board, the other members of the Board are Robert Lawrence Card, Norman J. McAllister, and Richard N. Mellis.

ITEM 5 - Full Description of Material Change:

The Corporation announced its intention to change its year-end from June 30 to December 31. This change in year-end will align its financial reporting periods with its peers in the oil and gas industry. The Directors of the Corporation have approved the year-end change, and it is subject to regulatory approval.

Mr. A.T. (Alex) Lemmens, President and CEO, announced the appointment of Mr. J.R. (Randy) Clark as Vice President Finance and Administration and Corporate Secretary. Mr. Clark brings with him twenty-five years of experience in oil and gas banking, and the oilfield service business. Mr. David Todoruk continues his employment with the Corporation as Manager, Investor Relations.

In addition to Mr. Lemmens, Chairman of the Board, the other members of the Board are Robert Lawrence Card, Norman J. McAllister, and Richard N. Mellis.

ITEM 6 - Reliance on Section 67(2) of the Act:

Not applicable.

ITEM 7 - Omitted Information:

Not applicable.

ITEM 8 - Senior Officers:

Alexander T. Lemmens, President and CEO

Randy Clark, Vice President Finance and Administration and
Corporate Secretary

Telephone: (403) 261-8880

Telefax: (403) 261-8818

ITEM 9 - Statement of Senior Officer:

The foregoing accurately discloses the material change referred to herein.

DATED at Calgary, Alberta this 7th day of February, 2000.

PROMAX ENERGY INC.

Per: "Alexander T. Lemmens" (signed)
Alexander T. Lemmens
President and CEO