

ROCHESTER ENERGY CORP.

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

Rochester Energy Corp. ("Rochester" or the "Corporation")
c/o 1250, 639 – 5th Ave. S.W.
Calgary, Alberta
T2P 0M9

Item 2. Date of Material Change

The material change occurred on March 7, 2007.

Item 3. News Release

A press release reporting the material change, a copy of which is attached hereto, was issued by the Corporation at Calgary, Alberta through CCN Matthews on March 8, 2007.

Item 4. Summary of Material Change

Rochester announced today that pursuant to the March 7, 2007 Alberta Crown Land Sale and in addition to the 11,386 acres secured in the January 10th, 2007 Alberta Crown Land Sale, Rochester has secured leases on two additional parcels of land totaling approximately 11,520 acres.

Item 5. Full Description of Material Change

Rochester announced today that pursuant to the March 7, 2007 Alberta Crown Land Sale and in addition to the 11,386 acres secured in the January 10th, 2007 Alberta Crown Land Sale, Rochester has secured leases on two additional parcels of land totaling approximately 11,520 acres. These newly acquired leases are 15-year oil sands leases with Rochester holding a 100% interest in the leases. The acquired lands are located approximately 30 miles southeast of Fort McMurray, Alberta, and approximately 9 miles northeast of the OPTI/Nexen Long Lake Project.

This acquisition brings the total landholdings of Rochester to nearly 23,000 acres of drillable oil sands leases.

In the coming months, Rochester will be further evaluating these lands with a view to proceeding with an exploratory drill program to delineate the oil sands resource potential on the acquired lease land.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Chief Executive Officer

Troy Mochoruk
Director and Chief Executive Officer
Rochester Energy Corp.

Telephone: (403) 618-8989

Item 9. Date of Report

Dated at Calgary, Alberta on March 8, 2007.