FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Rochester Energy Corp. ("Rochester" or the "Corporation")
200, 2139 – 4th Ave. N.W.
Calgary, Alberta
T2N 0N6

ITEM 2 Date of Material Change:

August 8, 2007

ITEM 3 News Release:

A news release was distributed via Filing Services Canada and filed via SEDAR on August 9, 2007.

ITEM 4 Summary of Material Change:

Rochester Energy Corp. announced today that pursuant to the August 8, 2007 Alberta Crown Land Sale, Rochester has secured leases on additional parcels of land totaling approximately 5,120 acres. This newly acquired lease is a 15-year oil sands lease with Rochester holding a 100% interest in the lease. The acquired lands are located approximately 30 miles southeast of Fort McMurray, Alberta.

ITEM 5 Full Description of Material Change:

Please see attached press release.

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:

Further information relating to this Material Change Report may be obtained from:

Mr. Troy Mochoruk, Chief Executive Officer
Phone No.: (403) 618-8989
Fax No.: (403) 243-7298

ITEM 9 Date of Report:

DATED as of August 9, 2007.

The foregoing accurately discloses the material change referred to in this report.

ROCHESTER ENERGY CORP.

"*Morgan F. Tingle*"

Per: Morgan F. Tingle
Director and Corporate Secretary

ROCHESTER ENERGY CORP.
200, 2139-4 Ave. N.W.
Calgary, Alberta T2N 0N6
Tel: 403-618-8989 Fax: 403-243-7298

Press Release
August 9, 2007

FOR IMMEDIATE RELEASE

Rochester Energy Corp. Announces Further Acquisition of 15-year Oil Sands Leases at Crown Land Sale

Calgary, Alberta – Rochester Energy Corp. ("Rochester") is pleased to announce today that pursuant to the August 8, 2007 Alberta Crown Land Sale and in addition to the over 26,000 acres secured in previous Alberta Crown Land Sales this year, Rochester has secured leases on additional parcels of land totaling approximately 5,120 acres. This newly acquired lease is a 15-year oil sands lease with Rochester holding a 100% interest in the lease. 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.

Mr. Troy Mochoruk, Chairman and CEO of Rochester, commented, "This acquisition brings the total oil sands lease landholdings of Rochester to over 32,000 acres, and continues to show Rochester's significant growth and its continued achievement of business plan milestones. In the coming months, Rochester will be further evaluating these new and existing lands with a view to proceeding with an exploratory drill program to delineate the oil sands resource potential on all of Rochester's landholdings."

Rochester's core business is the acquisition, exploration and development of its Christina and Mackenzie oil sands projects. Rochester's head offices are in Calgary, Alberta and it is a reporting issuer in Alberta, British Columbia, and Ontario.

For further information, please contact:

Troy Mochoruk, Chairman and CEO
Phone: (403) 618-8989
Email: Troy.Mochoruk@rochesterenergy.com

This press release contains certain forward-looking statements. These statements are based on Rochester's current expectations and assumptions that could prove to be incorrect. The forward-looking statements are not guarantees of future performance and undue reliance should not be placed on them. Actual results may differ materially as a result of risks, uncertainties and other factors, such as: changes in the general economic, regulatory, industry, market and business conditions, fluctuations in commodity prices and currency exchange rates; the successful and timely implementation of growth projects; imprecision of reserve estimates; environmental risks; and competition from other industry participants. Also affecting the accuracy of any forward-looking statement is the availability of capital required to implement future operational plans, uncertainties resulting from potential delays or changes in plans, among others.