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:

September 20, 2007

ITEM 3 News Release:

A news release was distributed via Filing Services Canada and filed via SEDAR on September 20, 2007.

ITEM 4 Summary of Material Change:

Rochester Energy Corp. announced that Ryder Scott Company–Canada, Petroleum Consultants, an independent petroleum consulting firm, has completed an independent "Review of Work Program and Budget As of August 10, 2007" and its geological review of the exploration potential of the bitumen resources attributable to Rochester's 100% owned Christina Oil Sands Project. The Ryder Scott Report estimates "Undiscovered Resource" (bitumen-in-place) potential only. The Report estimates an Undiscovered Resource (bitumen-in-place) potential for the Christina Oil Sands Project to be approximately 1.6 billion barrels of bitumen in place on this 32 section parcel.

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 September 20, 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

September 20, 2007

FOR IMMEDIATE RELEASE

Rochester Energy Corp. Reports Receipt of Independent Report Estimating 1.6 Billion Barrels of Undiscovered Resource

Calgary, Alberta – Rochester Energy Corp. ("Rochester") announced today that Ryder Scott Company–Canada, Petroleum Consultants ("Ryder Scott"), an independent petroleum consulting firm, has completed, and Rochester's reserves committee has approved, an independent "Review of Work Program and Budget As of August 10, 2007" and its geological review of the exploration potential of the bitumen resources attributable to Rochester's 100% owned Christina Oil Sands Project.

Upon reviewing Rochester's proposed budget and work program, it was the opinion of Ryder Scott that Rochester's proposed Work Program for the Christina Oil Sands Project, as further outlined in Rochester's Filing Statement filed on SEDAR, represents a legitimate high risk oil sands exploration program.

In conjunction with the Review of Work Program and Budget, Ryder Scott also conducted an independent geological review of the exploration potential of the bitumen resources attributable to Rochester's Christina projects unproven acreage. The assessment of the bitumen resources attributable to Rochester's Christina oil sands land parcel encompasses 32 sections, which are 100% owned by Rochester. The land is situated within the Athabasca East oil sands area of northeastern Alberta, Canada.

The Ryder Scott Report estimates "Undiscovered Resource" (bitumen-in-place) potential only. "Undiscovered Resources" are those quantities of oil and gas estimated on a given date to be contained in accumulations yet to be discovered. There is no certainty that any portion of the undiscovered resources will be discovered and that, if discovered, it may not be economically viable or technically feasible to produce. As of the date of the Ryder Scott Report, only one well exists on the lands. Extensive further drilling is required to determine if any of this potential bitumen resource would be economically recoverable using in-situ cold production or thermal recovery technology. The Ryder Scott Report estimates an Undiscovered Resource (bitumen-in-place) potential for the Christina Oil Sands Project to be approximately 1.6 billion barrels of bitumen in place on this 32 section parcel.

Mr. Troy Mochoruk, CEO and Chairman of Rochester's Board of Directors commented, "Rochester will be building on the findings in the Ryder Scott Report with a Work Program on the Christina lands in Q4 2007 and Q1 2008, with the ultimate goal of bringing this Undiscovered Resource into the reserves category. Rochester continues to make significant strides towards the achievement of its business plan and in contributing to increased shareholder value."

The Undiscovered Resource (bitumen-in-place) estimates prepared by Ryder Scott were prepared in accordance with the Canadian Standards set out in the Canadian Oil and Gas Evaluation Handbook (COGEH) and National Instrument 51-101 (NI51-101).

The Report notes that the subject lands are situated to the north and east of several in-situ oil sands projects in various stages of development. The McMurray sands are the primary bitumen reservoirs in these projects. The Report further notes that the overburden on the Christina lands is too thick to be a mining type project and as such in-situ methods of recovery will be required and could include steam assisted gravity drainage (SAGD) or cyclic steam stimulation (CSS).

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.