

**LANDOVER ENERGY INC.
2000, 335 - 8th Avenue S.W.
Calgary, Alberta
T2P 1C9**

March 24, 2000

**ALBERTA SECURITIES COMMISSION
Market Surveillance/Continuous Disclosure
4th Floor, 300 - 5th Avenue S.W.
Calgary, Alberta
T5P 3C4**

**BRITISH COLUMBIA SECURITIES COMMISSION
1100, 865 Hornby Street
Vancouver, B.C.
V6Z 2H4**

**Re: Landover Energy Inc.
MATERIAL CHANGE REPORT UNDER SECTION 118 OF THE *SECURITIES ACT*
(ALBERTA)**

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Landover Energy Inc. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta). Concurrent with this filing, this letter is being filed with the Canadian Venture Exchange.

Item 1 - Reporting Issuer

**Landover Energy Inc.
2000, 335 - 8th Avenue S.W.
Calgary, Alberta
T2P 1C9**

Item 2 - Dates of Material Changes

The material change occurred February 14, 2000.

Item 3 - Publication of Material Changes

A Press Release concerning the material change was issued on March 21, 2000 by Canadian Corporate News.

Item 4 - Summary of Material Changes

The Corporation announced the following executive appointments:

Richard J. Tiede	– President and Chief Operating Officer and a Director
John H. Cassels	– Vice-President and Chief Financial Officer
Gordon H. Crooks	– Vice President, Exploration
Ronald J. Tilley	– Vice President, Operations

Harold R. Jeffers has resigned as President of the Corporation, but remains as a Director.

The Corporation is engaged in the business of exploring for and developing oil and natural gas properties in Western Canada.

Item 5 - Full Description of Material Changes

The Corporation announced the following executive appointments:

Richard J. Tiede	– President and Chief Operating Officer and a Director
John H. Cassels	– Vice-President and Chief Financial Officer
Gordon H. Crooks	– Vice President, Exploration
Ronald J. Tilley	– Vice President, Operations

Harold R. Jeffers has resigned as President of the Corporation, but remains as a Director.

The Corporation is engaged in the business of exploring for and developing oil and natural gas properties in Western Canada.

Item 6 - Reliance on Section 118(2) of the Securities Act (Alberta)

N/A

Item 7 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material changes and who can be contacted by the Commission is:

**KEVIN R. BAKER, Q.C., Chairman of the Board
2000, 335 - 8th Avenue S.W.
Calgary, Alberta
T2P 1C9**

**Phone: (403) 294-0600
Fax: (403) 269-1715**

**The foregoing accurately discloses the material changes referred to herein.
DATED this 24th day of March, 2000.**

Yours truly,

LANDOVER ENERGY INC.

**Per: “KEVIN R. BAKER”
Kevin R. Baker,
Chairman of the Board and Chief Executive Officer**

**cc: The Canadian Venture Exchange (VIA SEDAR)
Attention: Filings**