

CONSOLIDATED BRADBURY INTERNATIONAL EQUITIES LTD.

FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Consolidated Bradbury International Equities Ltd.
Suite 1360
605 Robson Street
Vancouver, B.C
V6B 5J3
Canada

Item 2. Date of Material Change

24 August 1999

Item 3. Press Release

24 August 1999

VSE Symbol: CBN

Further to the Company's news release of July 12, 1999, Colin Watt, Secretary of Consolidated Bradbury International Equities Ltd., is pleased to announce that the Company has executed a Participation Agreement and a Joint Operating Agreement with Tri-Valley Oil and Gas ('TRIL'). In order for Bradbury to earn its working interest in TRIL's EKHO Project, Bradbury is required to fund 5% of the initial U.S.\$9,500,000 Authority for Expenditure ('AFE'). The AFE includes a U.S.\$1,000,000 contingency.

The EKHO Project is a deep oil and gas exploration project in the San Joaquin Valley, Kern County, California, located east of the now famous Bellevue #1 well. It is expected that the first EKHO Project well will be spudded in the third quarter of 1999. TRIL will be the operator and will conduct all drilling and production operations on the EKHO Project.

Pursuant to the terms of the Participation Agreement, TRIL will be carried for 12.5% interest through drilling and completion. After completion, TRIL will pay its proportionate share of well costs. After the partners are paid back their drilling and completion costs from production, TRIL will back in for an additional 12.5% to bring its total working interest to 25%. The Company must participate in the first well in the project to earn the right to participate in any further wells and must further participate in the first three wells in order to earn the ongoing right to participate on a heads up basis in other wells drilled within an Area of Mutual Interest (AMI).

Item 4. **Summary of Material Change**

See Item 3 above.

Item 5. **Full description of Material Change**

See Item 3 above.

Item 6. **Reliance on Section 67 (2) of the Act**

If the report is being filed on a **confidential** basis in reliance of Section 67 (2) of the Act, state the reasons for such reliance.

N/A

Item 7. **Omitted Information**

N/A

Item 8. **Senior Officers**

Colin Watt
Secretary

Telephone: (604) 684-6535

Item 9. **Statement of Senior Officers**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 24th day of August, 1999.

**CONSOLIDATED BRADBURY INTERNATIONAL
EQUITIES LTD.**

Colin Watt
Secretary