TAJZHA VENTURES LTD.
P. O. BOX 309, DUNCAN, B. C., V9L 3X5
TELEPHONE: (250) 246-4791 (250) 748-0889 FAX: (250) 748-0837
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August 25, 2000

Alberta Securities Commission
19th Floor, 10025 Jasper Avenue
Edmonton, Alberta
T5K 3Z5

Attention: Continuous Disclosure

British Columbia Securities Commission
200, 865 Hornby Street
Vancouver, British Columbia V6Z 2H4

Attention: Continuous Disclosure

Dear Sirs:

Re: Material Change Report Pursuant to Section 118 of the *Securities Act* (Alberta) and Section 85(1) of the *Securities Act* (British Columbia)

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Tajzha Ventures Ltd. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta) and the *Securities Act* (British Columbia). Concurrent with this filing, this letter is being filed with the Canadian Venture Exchange Inc., being the only Exchange on which the Corporation's shares are listed.

Item 1 - Reporting Issuer

Tajzha Ventures Ltd.
P.O. Box 309
Duncan, British Columbia
V9L 3X5

Item 2 - Date of Material Change

The material change occurred on August 21, 2000.

Item 3 - News Release

A Press Release was issued on August 24, 2000.

Item 4 - Summary of Material Change

The Corporation has entered into an agreement for the acquisition of all of the issued and outstanding shares of Myriad Energy Corporation.

Item 5 - Full Description of Material Change

The Corporation has entered into an agreement for the acquisition of all of the issued and outstanding shares of Myriad Energy Corporation ("Myriad"). Under the terms of the agreement, the consideration offered to all shareholders of Myriad is $4,825,000, consisting of $4,000,000 cash, 543,333 shares at $0.75 per share ($407,500) and a 7% convertible debenture in the amount of $417,500. The debenture can be converted into common shares of the Corporation at $0.75 per share at the debenture holder's option between July 2, 2001 and the maturity date of February 15, 2002. If the Corporation repays the debenture by July 1, 2001, the debenture holders forfeit their right to conversion. A non-refundable deposit of $75,000 has been paid and a further non-refundable deposit of $407,500 is payable in shares upon receipt of regulatory approval of the transaction. Bonus consideration equal to the discounted value of discoveries made by Myriad prior to closing will be paid to the vendor if the value of such discoveries exceed approximately $650,000. Such bonus will be added to the debenture portion of the purchase price.

Myriad is a private oil and gas production and exploration company with operations and land holdings in southern and central Alberta. Myriad's production for July, 2000 from 23 wells was approximately 1,574,000 cubic feet of natural gas per day and 55 barrels of oil and liquids or 212 barrels of oil equivalent per day.

An independent engineering report as at June 1, 2000 attributed net proved reserves of 2,839,000,000 cubic feet of natural gas and 95,000 barrels of oil and liquids of which 1,150,000,000 cubic feet of gas and 65,000 barrels of oil and liquids are proved producing. As well, net probable unrisked reserves of 2,236,000,000 cubic feet of natural gas and 42,000 barrels of oil and liquids have been assigned to the properties.

Myriad has producing and development properties in the Horseshoe, Lubicon, Majorville, Penhold, Ponoka and Willow areas of Alberta. In addition there are development properties in the Foster/Mayerton and West Cove areas of Alberta. These properties are attractive to the Corporation as the development opportunities offer significant upside potential. Several properties are slated for tie-ins, workovers and recompletions. The Corporation will review plans to expedite the development of the properties and is reviewing available seismic alternatives to assist in the identification of new drilling targets.

The Corporation intends to finance the balance of the purchase price through a combination of debt and equity. The valuation date of the transaction is June 1, 2000 and the closing date is tentatively set for October 31, 2000.

This transaction is subject to regulatory approval.

<u>Item 6 - Reliance on Section 118(2) of the *Securities Act* (Alberta) and Section 85(2) *Securities Act* (British Columbia)</u>

Not applicable.

<u>Item 7 - Omitted Information</u>

No omitted information.

<u>Item 8 - Senior Officers</u>

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

Tajzha Ventures Ltd.
Ronnie D. Doman, President

Telephone: (250) 246-4791
Facsimile: (250) 748-0837

<u>Item 9 - Statement of Senior Officer</u>

The foregoing accurately discloses the material changes referred to herein.

DATED August 25, 2000 in the City of Duncan, Province of British Columbia.

TAJZHA VENTURES LTD.

"Ronnie D. Doman"

Ronnie D. Doman

cc: Canadian Venture Exchange Inc.

IT IS AN OFFENCE UNDER THE SECURITIES ACT AND THE SECURITIES REGULATION FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THE REGULATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.