

BC FORM 51-102F3

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE B.C. *SECURITIES ACT*
AND 118(1) OF THE ALBERTA *SECURITIES ACT***

Item 1. Name and Address of Company

Regent Ventures Ltd.
Penthouse 8 - 1060 Alberni Street
Vancouver, BC V6E 4K2

Item 2. Date of Material Change

September 22, 2005

Item 3. News Release

News Release dated September 22, 2005 and disseminated to the Vancouver Stockwatch Magazine, B.C. Securities Commission, Alberta Securities Commission and Market News Publishing.

Place of Issuance: Vancouver, British Columbia.

Item 4. Summary of Material Change

The Issuer provides an update on its Red Mountain Property.

Item 5. Full Description of Material Change

The Issuer announces that as a result of Acero-Martin Exploration Inc. ("Acero-Martin") failing to conduct a work program on the Red Mountain Property during the recently completed work season, the Issuer and Acero-Martin have agreed to terminate the Mineral Property Option on the Red Mountain Property granted by the Issuer to Acero-Martin.

Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

The Issuer is not relying on Subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7. Omitted Information

There is no omitted information.

Item 8. Executive Officer

Ed Mueller, President - (604) 669-7775

Item 9. Date of Report

Dated at the City of Vancouver, in the Province of British Columbia, this 6th day of September, 2006.

“Douglas Eacrett”

Douglas Eacrett, Director