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. <u>Name and Address of Company</u>

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

Item 2. <u>Date of Material Change</u>

May 29, 2013

Item 3. <u>News Release</u>

News Release dated May 29, 2013 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. <u>Summary of Material Change</u>

The Issuer reports private placement financing closed in part and extended, and sale of shares of EuroGas AG.

Item 5. <u>Full Description of Material Change</u>

<u>Private Placement Financing</u>

The Issuer announces that it is continuing its non-brokered private placement, announced November 14, 2012, of up to $326,643 of its securities consisting of the sale of up to 32,664,300 units of its securities at a price of $0.01 per unit, each unit consisting of one common share and one non-transferable share purchase warrant, each such warrant entitling the holder to acquire one additional common share of the Issuer at a price of $0.05 per share for one year. The Issuer also advises that it has closed the private placement with respect to a further 2,500,000 units of its securities for a total of $25,000 in proceeds to the Issuer.

The shares comprised in the 2,500,000 units and any shares underlying the warrants comprised in the units were subject to hold periods upon their issue which restricts them from trading until August 19, 2013.

The proceeds from the private placement will be used to pay: interest due on its outstanding promissory notes, accounting and transfer agent fees, certain property maintenance expenses and related income tax payments; ongoing operating costs and a proposed program to test the gas potential of the two wells drilled in Louisiana.

Sale of Shares of EuroGas AG

On April 30, 2013, in consideration of the sum of $50,000, the Issuer agreed to the sale of 2,000,000 shares in the capital of EuroGas AG to a director of the Issuer, the shares to be delivered if, as and when received by the Issuer. The Issuer is to receive in the order of 24,500,000 shares of EuroGas AG in connection with the sale of its holdings of a 45% interest in McCallan Oil & Gas (U.K.) Ltd. The sale price of the shares ($0.025 per share) is not less than the last trading price of the shares of EuroGas AG on the XGX SME board in Copenhagen, Denmark. The proceeds were used in part to pay the fees of the Issuer's auditors to allow the Issuer's financial statements to be issued for filing with the securities regulators and to cover the annual filing fees with those same regulators. The sale of the shares is subject to the approval of the TSX Venture Exchange.

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

Richard Wilson, Chief Executive Officer - (604) 689-5002

Item 9. Date of Report

Dated at the City of Vancouver, in the Province of British Columbia, this 29th day of May, 2013.

"Douglas Eacrett"
Douglas Eacrett, Director