

**Form 51 – 102F3
Material Change Report**

Item 1 Name and Address of the Company

Rolland Energy Inc. (the “Corporation”)
1565 Boulevard de l’Avenir
Suite 206
Laval, Quebec H7S 2N5

Item 2 Date of Material Change

December 28 and 31, 2007.

Item 3 News Release

The Corporation issued a press release with respect to a material change on December 31, 2007.

Item 4 Summary of Material Change

The Corporation announced the completion of private placements of common shares and warrants for aggregate gross proceeds to the Corporation of \$633,571.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Board of Directors of the Corporation announced that it completed private placements of common shares and warrants, for aggregate gross proceeds to the Corporation of \$633,571.

An aggregate of 10,232,229 common shares were issued, of which 6,097,947 were “flow-through” shares issued at \$0.07 per share and 4,134,282 were non-“flow-through” shares issued at \$0.05 per share. In addition, 10,232,229 common share purchase warrants were issued, of which 2,857,140 warrants expire on December 29, 2009 and 7,375,089 warrants expire on January 1, 2009. Each warrant entitles the holder thereof to acquire on additional non-“flow-through” common share of the Corporation at a price of \$0.10 per share.

In connection with the private placements, insiders of the Corporation invested an aggregate of \$5,001 and the Corporation paid finder’s fees of an aggregate of \$27,244 to various arms-length persons.

Under applicable securities laws and the policies of the TSX Venture Exchange, all securities issued in connection with these private placements are subject to a four-month hold.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Any inquiries with respect to this material change report or the transactions described in this material change report should be made to :

Michael McLellan
Rolland Energy Inc.
Chief Executive Officer and President
1565 Boulevard de l'Avenir
Suite 206
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Item 9 Date of report

January 18, 2008.