FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

TRANSEURO ENERGY CORP.
500 – 900 West Hastings Street
Vancouver, B.C., V6C 1E5
Telephone: 604-681-3939

(the "Company")

Item 2 Date of Material Change

April 2, 2009

Item 3 News Release

The news release was disseminated on April 2, 2009 through Marketwire.

Item 4 Summary of Material Change

The Company reported that it has not filed its annual audited financial statements which were due to be filed at the end of March with the British Columbia and Alberta Securities Commissions.

Item 5 Full Description of Material Change

Please see attached news release dated April 2, 2009.

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

For further information, contact:

David Parry
Telephone: + 1 (604) 681-3939

Item 9 Date of Report

April 2, 2009

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500 – 900 West Hastings Street
Vancouver, B.C. V6C 1E5

NEWS RELEASE

GENERAL COMPANY UPDATE

April 2, 2009 **TSX-V/Oslo Axess: TSU**

Vancouver, Canada: - Transeuro Energy Corp ("Transeuro", or the "Company") reported today that it has not filed its annual audited financial statements which were due to be filed at the end of March with the British Columbia and Alberta Securities Commissions. The Company has also not filed its annual oil and gas reserve reports. The Company has filed unaudited fourth quarter financial statements on February 28, 2009 as required by the Oslo Stock Exchange. The audit has not been completed because the Company does not have funds to pay its auditor. An application has been made to extend the filing date until the end of April but there is no indication whether this will be considered.

Transeuro has been short of operating cash following the notice of purported withdrawal of RAG from the Scythian Joint Venture Company, when RAG defaulted on payment of US$3 Million as the final part of the purchase price and did not pay their share of costs for Scythian Energy and Ukrainian subsidiaries. The parties are now moving forward with arbitration in Amsterdam under the ICC Rules in an attempt to resolve the dispute. The resulting cash shortage has restricted Transeuro's ability to maintain normal business functions. Over the last few months the Company has sold moveable assets where possible, closed offices where appropriate and reduced headcount to retain only core personnel. The Company has a number of long term trade creditors who have commenced litigation against the Company, and discussions are proceeding with such creditors to allow the Company more time to complete a restructuring and to obtain additional funding.

The Company has retained the services of a Norwegian investment Bank and is pursuing discussions with prospective investors and existing shareholders in an effort to raise additional funds during April 2009. The intention is that funds will be used to complete the 2008 audit, to settle most of the Company's short and long term debt and to fund ongoing operations. Notwithstanding the foregoing, there is no certainty that the Company will be able to raise funds in order to meet any or all of its current short term and long term liabilities and the Company may have to consider seeking protection from its creditors. The Company's current and long term liabilities total approximately $48m. The Company will have interest payments due on its bonds and debentures in May, 2009.

The Company has also retained Stellar Energy Advisors from London to locate a party to farm in to the Company's Ukraine assets in order to fund the completion of the Karlavskoye 101 well. A number of companies have shown interest and are reviewing the technical information. Discussions are also continuing with companies interested in farming in to the Beaver River field in Canada.

The Company also announces that the Directors have agreed to waive all fees for 2008 and 2009 and that senior management have agreed to a 50% reduction in salaries for 2009.

Transeuro Energy Corp. is involved in the acquisition of petroleum and natural gas rights, the exploration for, and development and production of crude oil, condensate and natural gas. The Company's properties are located in Canada, Armenia and Ukraine.

On behalf of the Board of Directors

"David Worrall" CEO and President

For further information contact:

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