

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1      Name and Address of Company**

TRANSEURO ENERGY CORP.  
1578 – 609 Granville Street  
Vancouver, B.C., V7Y 1G5  
Telephone: 604-681-3939

(the “Company”)

**Item 2      Date of Material Change**

September 9, 2010

**Item 3      News Release**

The news release was disseminated on September 9, 2010 through Marketwire.

**Item 4      Summary of Material Change**

The Company announced that it has signed a Letter of Intent with Questerre Energy Corp. (“Questerre”) to acquire the remaining 50% interest in the Beaver River field in British Columbia and to extinguish approximately \$4.3 million of payables owed to Questerre in exchange for forty (40) million shares in the Company, equal to approximately 9.5% of the Company. At the closing of the transaction, the Company will hold 100% of the Beaver River field.

**Item 5      Full Description of Material Change**

Please see the attached news release dated September 9, 2010.

**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**

September 13, 2010

## **TRANSEURO ENERGY CORP.**

1578 – 609 Granville Street  
Vancouver, B.C. V7Y 1G5

### **NEWS RELEASE – PURCHASE OF QUESTERRE BEAVER RIVER**

**9<sup>th</sup> September 2010**

**TSX-V/Oslo Axess: TSU**

**Vancouver, Canada:** - Transeuro Energy Corp. ("Transeuro" or the "Company") announced today that the Company has signed a Letter of Intent with Questerre Energy Corp. to acquire the remaining 50% interest in the Beaver River field in British Columbia and to extinguish approximately \$4.3 million of payables owed to Questerre in exchange for forty (40) million shares in Transeuro, equal to approximately 9.5% of the Company. At closing, Transeuro will hold 100% of the Beaver River field.

David Worrall, President and CEO commented, "We are pleased to now have a 100% interest in the Beaver River field and the emerging Besa River shale gas play. This acquisition unblocks the potential at Beaver River and clears the way for continuing the appraisal program as it better positions the asset to attract a farm in partner. Further, it allows Questerre to retain an interest in the field to participate in the upside possible from the Besa River shales, and adds exposure for Questerre to the potential high impact gas assets that Transeuro owns in the Ukraine".

The transaction will involve the purchase by Transeuro of all the outstanding shares in Questerre Beaver River Inc, a wholly owned subsidiary of Questerre Energy Corp. Transeuro currently holds a 50% interest in the Beaver River field through a wholly owned subsidiary. Closing is subject to final agreements between the parties and all necessary regulatory approvals.

Aage Thoen, Chairman stated "We have a long and co-operative working relationship with Questerre and we welcome their involvement in Transeuro as our largest single shareholder. Together with the recent debenture repayments this transaction eliminates the remaining major liabilities of Transeuro and brings the debt restructuring to a successful conclusion. The management will now focus on developing its gas assets in Canada and Ukraine. Planning is underway to complete the Karl-101 well in 2010 in co-operation with our Ukraine State partners".

Transeuro 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. In addition, the Company owns shares in Eaglewood Energy Corp and holds a back-in option to their exploration licenses in Papua New Guinea.

On behalf of the Board of Directors, *Aage Thoen, Chairman*

For further information contact:

David Parry, SVP, +1 604 681 3939

Karen Jenssen, IR, +47 91 729787

<http://www.transeuroenergy.com>

*The TSX Venture Exchange and Oslo Bors have not reviewed, and do not accept responsibility for the adequacy or accuracy of the content of this news release. The statements contained in this release that are not historical facts are forward-looking statements, which involve risks and uncertainties that could cause actual results to differ materially from the targeted results. The Company relies upon litigation protection for forward looking statements.*