

CHARGER ENERGY INC.

2703, 1100 - 8TH Avenue SW

Calgary, Alberta, T2P 3T8

July 11, 2000

VIA SEDAR

ALBERTA SECURITIES COMMISSION

19th Floor, 10025 Jasper Avenue

Edmonton, Alberta, T5K 3Z5

CANADIAN VENTURE EXCHANGE

10th Floor, 300 - 5th Avenue S.W.

Calgary, Alberta, T2P 3C4

BRITISH COLUMBIA SECURITIES COMMISSION

2nd Floor, 865 Hornby Street

Vancouver, British Columbia, V6Z 2H4

Dear Sirs:

**Re: CHARGER ENERGY INC.
MATERIAL CHANGE REPORT UNDER SECTION 118**

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Charger Energy Inc. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act*, (Alberta) and the similar form under the *Securities Act*, (British Columbia). Concurrent with this filing, this letter is being filed with the Canadian Venture Exchange Inc., being the only Exchange on which the Corporation's shares are listed.

Item 1 - Reporting Issuer

Charger Energy Inc.

2703, 100 - 8th Avenue S.W.

Calgary, Alberta, T2P 3T8

Item 2 - Date of Material Change

The material change occurred on or about July 10, 2000.

Item 3 - Publication of Material Change

A Press Release was issued on July 10, 2000, by Canada Stock Watch, Vancouver, BC, Canada.

Item 4 - Summary of Material Change

Charger Energy Inc. (CHC" - CDNX) ("Charger") announces that it has entered into a Letter of Intent dated July 7, 2000 with Sovereign Chief Ventures Ltd., whereby Sovereign Chief will, subject to conducting due diligence, purchase 80% of Charger's rights, title and interest and Charger's right to earn additional interests in the Green River Basin located in the state of Wyoming U.S.A. The purchase price is \$225,000 (U.S.). Due diligence will be completed before August 7, 2000 and closing is expected to occur on August 15, 2000.

Item 5 - Full Description of Material Change

CHARGER ENERGY INC. (CHC" - CDNX) ("Charger") announces that it has entered into a Letter of Intent dated July 7, 2000 with Sovereign Chief Ventures Ltd., whereby Sovereign Chief will, subject to conducting due diligence, purchase 80% of Charger's rights, title and interest and Charger's right to earn additional interests in the Green River Basin located in the state of Wyoming U.S.A. The purchase price is \$225,000 (U.S.). Due diligence will be completed before August 7, 2000 and closing is expected to occur on August 15, 2000.

Charger Energy Inc. is a public junior energy company listed on the Canadian Venture Exchange Inc. under the trading symbols"CHC". Charger's main focus is generating, sourcing and exploring and developing oil and natural gas reserves in North America.

For further information on this press release or on Charger Energy Inc. kindly contact J. L. Standen, President & C.E.O. at (403) 265-4444 or by fax at (403) 265-4525, or visit our website at www.chargerenergy.com

Item 6 - Reliance of Section 118(4) of the Securities Act (Alberta)

N/A

Item 7 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Jeffrey L. Standen
2703, 1100 - 8th Avenue S.W.
Calgary, Alberta, T2P 3T8
Telephone: (403) 265-4444
Facsimile: (403) 265-4525

The foregoing accurately discloses the material change referred to herein.

DATED this 11th day of July, 2000.

Yours truly,

CHARGER ENERGY INC.

Per: "Jeffrey L. Standen"
JEFFREY L. STANDEN, Director, Chief Executive Officer