

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

LNG Energy Ltd.
250 – 1075 West Georgia Street,
Vancouver, BC
V6E 3C9

Telephone: (778) 373-0103

Item 2 Date of Material Change

August 13, 2013

Item 3 News Release

LNG Energy Ltd. issued a news release through Marketwire at Vancouver, British Columbia on August 13, 2013.

Item 4 Summary of Material Change

LNG Energy Ltd. (“LNG”) (TSX Venture – LNG) announced that the shareholders of Enterprise Energy Resources Ltd. (TSXV: EER) (“Enterprise”) have approved the acquisition of Enterprise by LNG. The transaction is subject to final regulatory and court approvals.

Item 5.1 Full Description of Material Change

Attached as Schedule “A” is the press release detailing the material change.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

For further information, contact Danny Lee, Chief Financial Officer of the Company, at (778) 373-0103.

Item 9 Date of Report

Dated August 14, 2013.

SCHEDULE 'A'



NEWS RELEASE

FOR IMMEDIATE RELEASE

August 13 2013

VANCOUVER, BRITISH COLUMBIA

TSXV SYMBOL: LNG

Shares Outstanding: 338,719,365

**LNG ENERGY LTD.'S ACQUISITION OF ENTERPRISE ENERGY RESOURCES LTD.
RECEIVES SHAREHOLDER APPROVAL**

LNG Energy Ltd. ("LNG") (TSX Venture – LNG) is pleased to announce that the shareholders of Enterprise Energy Resources Ltd. (TSXV: EER) ("Enterprise") have approved the acquisition of Enterprise by LNG. The transaction is subject to final regulatory and court approvals.

Under the terms of the acquisition, each one Enterprise common share will be exchanged for five common shares ("Exchange Ratio") in the capital of LNG (each common LNG share being an "LNG Share"). Enterprise stock options will be converted to LNG options on the same basis as the common shares.

About LNG

LNG is a Canadian exploration and development company focused on developing oil and gas properties in Papua New Guinea, Poland and Bulgaria. LNG holds in Papua New Guinea a 13.7% net interest in PPL 319 and a 68.5% interest in 3 additional PPLs in northern Papua New Guinea (which collectively cover approximately 5.5 million gross acres) and a 20% net interest in PRL 13 (which covers approximately 42,000 gross acres). LNG has entered into a farm-in agreement with subsidiaries of Heritage Oil PLC under which those subsidiaries acquired an 80% interest in PPL 319 and PRL 13, subject to fulfillment of work commitments under the farm-in agreement. LNG has a 20.18% net interest in approximately 734,000 gross acres of prospective shales in Poland together with BNK Petroleum Inc., Sorgenia E&P S.p.A., and Rohol-Aufsuchungs Aktiengesellschaft. LNG is operator and has a 50% net interest in approximately 360,000 gross acres of prospective shales in Poland together with San Leon Energy. LNG has entered into a farm-in agreement relating to 405,080 acres of prospective argillite formation in Bulgaria with Direct Petroleum Bulgaria EOOD, a subsidiary of

TransAtlantic Petroleum Ltd. LNG shares trade on the TSX Venture Exchange under the symbol “LNG”.

LNG ENERGY LTD.

Per: “David Nelson”
President & CEO

For further information please contact:
Investor relations: 1-778-373-0103
Email: info@lngenergyltd.com

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release

Cautionary Note Regarding Forward-Looking Statements

Certain statements contained in this news release constitute "forward-looking information" as such term is used in applicable Canadian securities laws, including information regarding the acquisition. Forward-looking information is based on plans and estimates of management at the date the information is provided and certain factors and assumptions of management, including that the acquisition will close. Forward looking information is subject to a variety of risks and uncertainties and other factors that could cause plans, estimates and actual results to vary materially from those projected in such forward-looking information. Factors that could cause the forward-looking information in this news release to change or to be inaccurate include, but are not limited to, the risks related to unsatisfactory results of due diligence, international operations and doing business in foreign jurisdictions, risks associated with the oil and gas industry and exploratory and development activities generally (e.g., operational risks in development, exploration and production, delays or changes in plans with respect to exploration or development projects or capital expenditures, risks associated with equipment procurement and equipment failure), the risk of commodity price and foreign exchange rate fluctuations, risks related to future royalty rate changes, and risks and uncertainties associated with securing and maintaining necessary regulatory approvals, and counterparty risk related to the stability and viability of the Company's joint venture participants.