

FORM 53-102F3
MATERIAL CHANGE REPORT

ITEM 1. NAME AND ADDRESS OF COMPANY

Abenteuer Resources Corp.
Suite 900
555 Burrard Street
Vancouver, BC
V7X 1M8
Tel: 604-443-5000
Fax: 604-443-5001
(the "Issuer")

ITEM 2. DATE OF MATERIAL CHANGE

August 25, 2005

ITEM 3. NEWS RELEASE

August 25, 2005

ITEM 4. SUMMARY OF MATERIAL CHANGE

Further to the news release dated July 26, 2005, Abenteuer Resources Corp ("Abenteuer") has successfully completed the first tranche of a non-brokered private placement. 970,000 units have been sold for net proceeds of \$230,075. Each unit consists of one common share at \$0.25 and a share purchase warrant exercisable at \$0.40. Mr. J. Lewis Dillman, an insider, has participated in the private placement.

A finder's fee has been paid to Canaccord Capital Corporation.

Abenteuer is currently arranging a second tranche to place the remaining 230,000 units.

Abenteuer is a Canadian junior oil and gas producer that continues to focus on strategic acquisitions of production and participation in oil development projects.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Further to the news release dated July 26, 2005, Abenteuer Resources Corp ("Abenteuer") has successfully completed the first tranche of a non-brokered private placement. 970,000 units have been sold for net proceeds of \$230,075. Each unit consists of one common share at \$0.25 and a share purchase warrant exercisable at \$0.40. Mr. J. Lewis Dillman, an insider, has participated in the private placement.

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ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

N/A

ITEM 7. OMITTED INFORMATION

N/A

ITEM 8. EXECUTIVE OFFICER

To obtain further information contact Mr. J. Lewis Dillman, President of the Issuer, at (604) 443-5000.

Dated at Vancouver, BC, this 30th day of August, 2005.

“signed

J. LEWIS DILLMAN
President and Director