

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

**Item 1 Name and Address of Company:**

Rocky Old Man Energy Inc.  
281900, 715 – 5<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 2X6

**Item 2 Date of Material Change:**

July 29, 2009

**Item 3 News Release:**

A press release fully describing the events was issued via Stockwatch on July 30, 2009.

**Item 4 Summary of Material Change:**

The Alberta and British Columbia Securities Commissions have issued an order dated July 29, 2009 granting Rocky's application to cease to be a reporting issuer.

**Item 5 Full Description of Material Change:**

The Alberta and British Columbia Securities Commissions have issued an order dated July 29, 2009 granting Rocky's application to cease to be a reporting issuer.

**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:**

The name and business telephone number of an executive officer of the reporting issuer who is knowledgeable about the material change and the report is as follows:

David M. Calnan, President  
Rocky Old Man Energy Inc.  
1900, 715 – 5<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 2X6  
Tel: (403) 299-9600  
Fax: (403) 299-9601

**Item 9 Date of Report**

Dated July 30, 2009