

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

**1. Name and Address of Reporting Issuer:**

Tamarack Valley Energy Ltd.  
1800, 407 – 2<sup>nd</sup> Street SW  
Calgary, AB T2P 2Y3

**2. Date of Material Change:**

March 10, 2011

**3. News Release:**

A news release was issued by Tamarack Valley Energy Ltd. (“**Tamarack**” or the “**Company**”) on March 10, 2011 and subsequently filed on SEDAR.

**4. Summary of Material Change:**

On March 10, 2011, Tamarack completed its previously announced bought deal financing of 46,939,550 common shares (“**Common Shares**”) and concurrent private place of 100,000 Common Shares, each at \$0.49 per Common Share.

**5. Full Description of the Material Change:**

On March 10, 2011, Tamarack closed its previously announced bought deal financing of 46,939,550 Common Shares, which included the exercise in full of the underwriters’ over-allotment option of 6,122,550 Common Shares at \$0.49 per Common Share for aggregate gross proceeds of \$23,000,379.50. The syndicate of underwriters for the financing was led by Dundee Securities Ltd. and included Peters & Co. Limited, Wellington West Capital Markets Inc., Acumen Capital Finance Partners Limited and AltaCorp Capital Inc.

Due to certain dealer requirements in the United States, Tamarack also completed a separate and concurrent non-brokered private placement for 100,000 Common Shares at a price of \$0.49 per Common Share for gross proceeds of \$49,000 with a director of the Company who is resident in the United States in order to accommodate his participation in the financing. Completion of the private placement is subject to the final approval of the TSX Venture Exchange.

The Company expects to use a portion of the net proceeds from the financings to repay the outstanding indebtedness under its revolving credit facility, to expand and accelerate the Company’s capital program for the development of the Lochend and Harmattan/Garrington core areas, to fund the previously announced Buck Lake land acquisition and the development of the Buck Lake area, and to fund working capital requirements.

**6. Reliance on Subsection 7.1(2) of National Instrument 51-102**

Not applicable.

## **7. Omitted Information**

Not applicable.

## **8. Executive Officer**

Ron Hozjan  
Vice President, Finance & Chief Financial Officer  
Tel: (403) 263-4440

## **9. Date of Report**

March 18, 2011

### ***Forward Looking Information***

This Material Change Report contains certain forward-looking statements within the meaning of applicable securities laws, including statements relating to use of proceeds and completion of the Buck Lake land acquisition. The use of any of the words “expect”, “anticipate”, “continue”, “estimate”, “may”, “will”, “should”, “believe”, “intends”, “forecast”, “plans”, “guidance” and similar expressions are intended to identify forward-looking statements or information. Forward-looking statements are based on the Company’s experience and current beliefs as well as certain factors and assumptions made by, and information currently available to, the Company. The intended use of proceeds is based on assumptions relating to the current business and investment climate of the oil and gas business and the current business projections of the management of Tamarack. Although management considers these assumptions to be reasonable based on information currently available to it, including from third parties, undue reliance should not be placed on the forward-looking statements because Tamarack can give no assurances that they may prove to be correct.

By their very nature, forward-looking statements involve inherent risks and uncertainties (both general and specific) and risks that forward-looking statements will not be achieved. These risks and uncertainties include, but are not limited to: completion risk in respect of the proposed land acquisition, risks associated with the oil and gas industry (e.g. operational risks in development, exploration and production; delays or changes in plans with respect to exploration or development projects or capital expenditures; the uncertainty of estimates and projections relating to production, costs and expenses, health, safety, litigation and environmental risks and the risks inherent in the estimation of reserves); the risk of commodity price and foreign exchange rate fluctuations; the ability to access sufficient capital from internal and external sources; and changes in tax, royalty and environmental legislation. Due to the nature of the oil and natural gas industry, budgets are regularly reviewed in light of the success of expenditures and other opportunities which may become available to Tamarack. Readers are cautioned that notwithstanding the Company’s current intentions regarding the use of the proceeds of the financing, there may be circumstances where a reallocation of funds may be necessary, subject to contractual obligations. While Tamarack anticipates that it will spend the funds available to it as set forth above, there may be circumstances where, for sound business reasons, a reallocation of

the proceeds may be necessary, depending on future operations on Tamarack's properties or unforeseen events.

The forward-looking statements contained in this Material Change Report are made as of March 10, 2011 and the Company does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, except as required by applicable law. The forward-looking statements contained herein are expressly qualified by this cautionary statement.