

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

1. Name and Address of Company:

Burmis Energy Inc. (the "Corporation")
1000, 736 - 6th Avenue S.W.
Calgary, Alberta
T2P 3T7

2. Date of Material Change:

August 31 , 2004

3. Press Release:

Press Release issued on August 31 2004.

4. Summary of Material Change:

On August 31, 2004, the Corporation closed the previously announced acquisition of 350 barrels of oil equivalent per day of production and 21,000 net acres of undeveloped land for total consideration of \$11.5 million.

5. Full Description of Material Change:

On August 31, 2004, the Corporation closed the previously announced acquisition of 350 barrels of oil equivalent per day of production and 21,000 net acres of undeveloped land for total consideration of \$11.5 million. The effective date of the acquisition is July 1, 2004. The Corporation financed the acquisition through its expanded credit facilities.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102.

N/A

7. Omitted Information:

No information has been omitted.

8. Executive Officer:

Aidan M. Walsh, President and Chief Executive Officer of the Corporation, may be reached at (403) 781-7230.

9. Date of Report:

September 8, 2004.