

LongBow Energy Corp.
Suite 1510, 510 – 5th Street S.W.
Calgary, Alberta, T2P 3S2
Telephone: (403) 264-4722

VIA SEDAR

ALBERTA SECURITIES COMMISSION
19th Flr., 10025 Jasper Avenue
Edmonton, Alberta T5J 3Z5

BRITISH COLUMBIA SECURITIES COMMISSION
701 West Georgia Street
Vancouver, British Columbia V7Y 1L2

TSX VENTURE EXCHANGE INC.
10th Flr., 300 – 5th Avenue S.W.
Calgary, Alberta T2P 3C4

Dear Sirs:

Re: LongBow Energy Corp. - Material Change Report under the *Securities Act* (Alberta) and the *Securities Act* (British Columbia)

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of **LongBow Energy Corp.** (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta) and the *Securities Act* (British Columbia). Concurrent with this filing, this letter is being filed with TSX Venture Exchange Inc. ("Exchange"), being the only Exchange on which the Corporation's shares are currently listed.

Item 1 - Reporting Issuer

LongBow Energy Corp.
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Calgary, Alberta, T2P 3S2
Telephone: (403) 264-4722

Item 2 - Date of Material Change

The material change occurred on or about September 29, 2003.

Item 3 - Publication of Material Change

The press release was issued on September 29, 2002.

Item 4 - Summary of Material Change

The Corporation announced that it was in the process of raising \$550,00 by way of a brokered private placement with Canaccord Capital Corporation and \$50,000 by way of a private placement with one of the Corporation's directors.

Item 5 - Full Description of Material Change

The private placement will provide for the issue of up to 2,000,000 flow-through units consisting of one flow-through common share plus one-half a flow-through warrant, at \$0.20 per flow-through unit. It will also provide for the issue of up to 1,000,000 non-flow-through units consisting of one non-flow-through common share and one-half a non-flow-through warrant, at \$0.15 per non-flow-through unit.

Each whole flow-through warrant will entitle the holder to purchase one additional flow-through common share for a period of 18 months from the date of closing of the private placement at \$0.30 per flow-through-warrant share. Each whole non-flow-through warrant will entitle the holder to purchase one additional non-flow-through common share of the Corporation for a period of 18 months from the date of closing of the private placement at \$0.25 per non-flow-through warrant share.

The proceeds of the flow-through units and the proceeds from the exercise of the flow-through warrants will be used for further oil and gas exploration, including the drilling of a natural gas exploration well in the Cold Lake area of Alberta. This well is part of an on going Joint Venture with a private company. The Corporation intends to acquire additional natural gas drilling locations in the Cold Lake area.

In addition, the Corporation will re-enter a well in the Altares area of northeast B.C. and drill one natural gas well each in the Grainger and Leahurst areas in Alberta.

The proceeds of the non-flow-through units and the proceeds from the exercise of the non-flow-through-warrants will be used for working capital purposes.

The agent will be paid a cash fee equal to 8.0% of the value of the gross proceeds and receive warrants entitling the agent to purchase that number of common shares which is equal to 10% of the total number of non-flow-through units and flow-through units sold. Each warrant is exercisable into one non-flow-through common share of the corporation for a period of 18 months from the date of closing of the transaction at the same price as the warrants included in the units.

In addition the agent will be paid a corporate finance fee of 50,000 non-flow-through common shares to be issued at closing and \$5000 cash.

In addition the Corporation announces that it entering into a private placement transaction with Peter Lacey, a director of the Corporation. Mr. Lacey has agreed to loan the Corporation the sum of \$50,000, secured by a convertible promissory note. The term of the convertible promissory note is 4 months and shall bear interest at the rate of 10% per annum. Each \$0.20 of debt shall be convertible into 1 common share of the Corporation. Should the entire loan be converted, the Corporation would issue 250,000 common shares. The convertible promissory note may be repaid without penalty on 10 days notice to the holder. The proceeds of this private placement will be added to the Corporation's working capital.

Item 6 - Reliance on Section 118(2) of the Securities Act (Alberta) and Section 85(2) of the Securities Act (British Columbia)

Not applicable.

Item 7 - Omitted Information

No omitted information.

Item 8 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Robert N. Martin, President
Telephone: (403) 264-4722

Item 9 - Statement of a Senior Officer

The foregoing accurately discloses the material change referred to in this report.

DATED at Calgary, Alberta, this 8 day of October 2003.

Yours truly,

LongBow Energy Corp.

“Signed”

Robert N. Martin
President