

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

SAHARA ENERGY LTD.
#420, 510- 5th Street S.W.
Calgary, Alberta T2P 3S2

Item 2 Date of Material Change

March 23, 2010

Item 3 News Release

The news release was issued on March 23, 2010 through the facilities of Marketwire.

Item 4 Summary of Material Change

The Sahara Energy Ltd. (the "Corporation") has filed a Notice of Intention to Make a Proposal pursuant to the Bankruptcy and Insolvency Act (Canada).

Item 5 Full Description of Material Change

See the attached March 23, 2010 News Release.

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 the executive officer of the Corporation who is knowledgeable about the material change and this Report is Peter Boswell, President and Chief Executive Officer of the Corporation (Telephone: 403-232-1359).

Item 9 Date of Report

March 26, 2010

NEWS RELEASE
For Immediate Release
March 23, 2010
Calgary, Alberta
38,036,302 shares outstanding

**SAHARA ENERGY LTD.
(TSX Venture Exchange: SAH)**

Notice of Intention to Make a Proposal

Calgary, Alberta (March 23, 2010) Sahara Energy Ltd. (the "Company" or "Sahara") announces it has filed a Notice of Intention to Make a Proposal pursuant to section 50.4 of the *Bankruptcy and Insolvency Act* (Canada) (the "Filing"). The Filing results in an automatic 30 day stay of proceedings which protects the Company from its creditors. It is the Company's intention to file a Proposal for consideration by its creditors.

The trustee named in the Filing is Deloitte & Touche Inc. of Calgary, Alberta.

"Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release."

FOR FURTHER INFORMATION, PLEASE CONTACT:

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