

**Form 51-102F3**  
***Material Change Report***

**Item 1      Name and Address of Company**

Odyssey Petroleum Corp. (the “Company” or “ODE”)  
Suite 303, 595 Howe Street  
Vancouver, B.C. V6C 2T5

**Item 2      Date of Material Change**

July 31, 2009

**Item 3      News Release**

August 4, 2009, disseminated through Marketwire and SEDAR filed.

**Item 4      Summary of Material Change**

On August 4, 2009, the Company announced that Richard Barnett, CGA, has been appointed as Chief Financial Officer and Secretary of the Company (effective July 31, 2009), taking the place of Tom Needham.

*See Item 5 below for further particulars.*

**Item 5      Full Description of Material Change**

On August 4, 2009, the Company announced that Richard Barnett, CGA, has been appointed as Chief Financial Officer and Secretary of the Company (effective July 31, 2009), taking the place of Tom Needham. The Board wishes to thank Mr. Needham for his service in this office to the Company since June 2006.

Mr. Barnett acts as a Controller for several other public companies, including ODE since August 2007, and he is Chief Financial Officer and Secretary for three other public companies. He obtained his CGA designation in September 2008, and the Company welcomes his expertise as Chief Financial Officer and Secretary.

The Company’s officers and directors are now comprised of the following:

Whitney Pansano, President, Chief Operating Officer and director  
Joe DeVries, Chief Executive Officer and director  
Richard Barnett, Chief Financial Officer and Secretary  
Jürgen Wolf, director  
Richard Switzer, director  
Ali Al Hazeem, director

**Item 6      Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7      Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8      Executive Officer**

Joe DeVries, Chief Executive Officer

**Item 9      Date of Report**

**DATED** this 4<sup>th</sup> day of August, 2009.

*“Joe DeVries”*

Per:

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**Joe DeVries, Chief Executive Officer**