

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

1. Name and Address of Company

Guardian Exploration Inc.
Suite #550, 435 – 4th Ave. SW
Calgary, AB T2P 3A8

2. Date of Material Change

March 20, 2007 and March 21, 2007

3. News Release

April 11, 2007 via CCNMatthews

4. Summary of Material Change

Guardian Exploration Inc. (“Guardian” or the “Corporation”) announced the resignation of David Mears, Tim Campbell, and Mel Chambers as Directors of Guardian.

Guardian also announced that Gary Gardiner and Orville Cole have joined the Board of Directors, and both Mr. Gardiner and Mr. Cole will be members of the Corporation’s Audit Committee.

5. Full Description of Material Change

Guardian Exploration Inc. (“Guardian” or the “Corporation”) announced the resignation of David Mears, Tim Campbell, and Mel Chambers as Directors of Guardian.

Guardian also announced that Gary Gardiner and Orville Cole have joined the Board of Directors, and both Mr. Gardiner and Mr. Cole will be members of the Corporation’s Audit Committee.

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

N/A

7. Omitted Information

N/A

8. Executive Officer

Graydon Kowal
President and CEO
Telephone: (403) 730-6333

9. Date of Report

April 11, 2007