FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Westcore Energy Ltd. ("Westcore" or the "Corporation")
100, 521 – 3rd Avenue S.W.
Calgary, Alberta T2P 3T3

ITEM 2 Date of Material Change:

March 30, 2009.

ITEM 3 News Release:

A news release was distributed via Marketwire and filed via SEDAR on March 31, 2009.

ITEM 4 Summary of Material Change:

The Corporation announces that its previously announced Qualifying Transaction, which consists of the proposed acquisition of all rights, title and interests held by several private parties in certain Saskatchewan coal permits and a Manitoba Quarry Exploration Permit, has been conditionally approved by the TSX Venture Exchange. Accordingly, the Corporation has mailed all required meeting materials to its shareholders in respect of the upcoming annual and special meeting of shareholders that is set for Friday, May 1, 2009. Copies of these items have also been filed and are accessible under the Corporation's profile at www.sedar.com. Subject to receipt of shareholder approval at the meeting, closing of the Qualifying Transaction is expected to occur as soon as practicable thereafter.

The Corporation further announces that Derek Batorowski, a current director of the Corporation, has been appointed the Chief Financial Officer and Corporate Secretary of Westcore.

ITEM 5 Full Description of Material Change:

Please see attached press release.

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

Not Applicable.

ITEM 7 Omitted Information:

Not Applicable.

ITEM 8 Executive Officer:

Further information relating to this Material Change Report may be obtained from:

Mr. Paul Conroy, President, Chief Executive Officer, Chief Financial Officer and Secretary
Phone: (403) 697-4005
Fax: (403) 263-0271

ITEM 9 Date of Report:

DATED as of April 7, 2009.

WESTCORE ENERGY LTD.

Calgary, Alberta, Canada **March 31, 2009**
TSX-V Symbol: WTR.P

NEWS RELEASE

WESTCORE ANNOUNCES RECEIPT OF CONDITIONAL EXCHANGE APPROVAL, FILING OF ANNUAL AND SPECIAL MEETING MATERIALS, APPOINTMENT OF NEW CFO

WESTCORE ENERGY LTD. (the "Corporation" or "Westcore"), a capital pool company, is pleased to announce that its previously announced Qualifying Transaction, which consists of the proposed acquisition of all rights, title and interests held by several private parties in certain Saskatchewan coal permits and a Manitoba Quarry Exploration Permit, has been conditionally approved by the TSX Venture Exchange. Accordingly, the Corporation has mailed all required meeting materials to its shareholders in respect of the upcoming annual and special meeting of shareholders that is set for Friday, May 1, 2009. Copies of these items have also been filed and are accessible under the Corporation's profile at www.sedar.com. Subject to receipt of shareholder approval at the meeting, closing of the Qualifying Transaction is expected to occur as soon as practicable thereafter.

The Corporation further announces that Derek Batorowski, a current director of the Corporation, has been appointed the Chief Financial Officer and Corporate Secretary of Westcore. For a detailed summary of Mr. Batorowski's prior work experience and background, please refer to the Corporation's management information circular and proxy statement dated March 30, 2009, a copy of which is accessible at www.sedar.com.

Other Information

Except for statements of historical fact relating to the Corporation, certain information contained herein may constitute forward-looking statements. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. Except as required by applicable securities requirements, the Corporation undertakes no obligation to update forward-looking statements if circumstances or management's estimates or opinions should change. The reader is cautioned not to place undue reliance on forward-looking statements.

FOR FURTHER INFORMATION PLEASE CONTACT:

Paul Conroy, President and Chief Executive Officer
Phone: (403) 697-4005
Fax: (403) 263-0271