

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 - Name and Address of Company

Pro-Trans Ventures Inc. (“**Pro-Trans**” or the “**Corporation**”)
#520, 5920 - 1A Street, S.W.
Calgary, Alberta T2H 0G3

Item 2 - Date of Material Change

July 4, 2012.

Item 3 - News Release

A news release was disseminated on July 4, 2012 through the newswire services of Marketwire.

Item 4 - Summary of Material Change

Pro-Trans announced the appointment of Sean Durfy as an additional director of the Corporation, effective July 4, 2012.

Item 5 - Full Description of Material Change

5.1 Full Description of Material Change

Pro-Trans announced the appointment of Sean Durfy as an additional director of the Corporation, effective July 4, 2012. Mr. Durfy has been providing services to Pro-Trans on a contract basis and those services will continue into the future along with his appointment to the board of directors of Pro-Trans.

Mr. Durfy was the President, Chief Executive Officer and a director of WestJet Airlines Ltd. from 2006 through 2010, and the Executive Vice President of Marketing, Sales and Airports for WestJet from 2004 through 2006. Prior to joining WestJet Airlines Ltd., Mr. Durfy was the President of ENMAX Energy Corporation from 2001 through 2004, and Vice President of Unregulated Business from 1999 through 2001. Mr. Durfy currently serves as a member of the board of directors of Northland Power Inc., Karnalyte Resources Inc. and Touchstone Exploration Inc.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

For further information, please contact:

Brian Murray
President and Chief Executive Officer
(403) 452-7270

Item 9 - Date of Report

July 10, 2012