

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Brandenburg Energy Corp.
Suite 1130, 789 West Pender Street
Vancouver, BC, V6C 1H2

Item 2 Date of Material Change

February 6, 2013

Item 3 News Release

The Press Release dated February 6, 2013, was disseminated via Canada Stockwatch.

Item 4 Summary of Material Change

The Company announced changes to its officers and directors.

Item 5 Full Description of Material Change

Marcelin O'Neill has resigned as a director, Chief Financial Officer and Secretary of the Company. Keith Margetson has been appointed Chief Financial Officer. On an interim basis, Robert Findlay, President and CEO of the Company, will also serve the role of Secretary.

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

Not Applicable

Item 7 Omitted Information

Not Applicable

Item 8 Executive Officer

Robert Findlay, President – Tel: 604 669 9330

Item 9 Date of Report

February 6, 2013