BRITISH COLUMBIA
ALBERTA

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

State the full name of your company and the address of its principal office in Canada:

Blackbird Energy Inc. (the "Company")
400 – 570 Granville Street
Vancouver, British Columbia V6C 3P1

Item 2. **Date of Material Change**

February 15, 2011

Item 3. **News Release**

The Company's news release was disseminated by Market Wire.

Item 4. **Summary of Material Change**

The Company announced that it has appointed Dennis Paterson as a director of the Company and as Chief Operating Officer.

The Company also announced that it has granted 700,000 incentive stock options to Dennis Paterson at an exercise price of $0.27 per share for a period of five (5) years.

Full Description of Material Change

See attached News Releases.

Item 5. **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

If this report is being filed on a confidential basis in reliance of subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

Not Applicable.

Item 6. **Omitted Information**

Not Applicable.

Item 7. **Executive Officer**

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Please contact William Macdonald, President of the Company, at 604-689-1022

Item 8. **Date of Report**

DATED February 22, 2011.

BLACKBIRD

1210-777 Hornby Street
Vancouver, BC
V6Z 1S4

604-689-1022

www.blackbirdenergyinc.com

NEWS RELEASE

Blackbird Energy Announces Appointment of Chief Operating Officer and New Director

February 22, 2011 – Vancouver, British Columbia (TSX-V: **BBI**) Blackbird Energy Inc. ("**Blackbird**" or the "**Company**"), is pleased to announce the appointment of Mr. Dennis Paterson as a Director and Chief Operating Officer of the Company effective immediately.

Mr. Paterson has more than 30 years of international oil and gas exploration and production experience in diverse areas, including China, the Middle East, Central and South East Asia, Kazakhstan, Europe and North and West Africa.

From 2006 until 2009, Mr. Paterson was the President of ROC Oil (Bohai) Company in Beijing and an executive director of its parent company ROC Oil Company Limited from 2007 until 2009. There his primary responsibility was to manage all aspects of the (approx.) US$525 million Zhao Dong field expansion and C4 new field development. This involved the fabrication, installation and commissioning of four new offshore platforms and two subsea pipeline tie-backs resulting in offshore production and processing capacity of 145,000 bfpd.

Prior thereto Mr. Paterson consulted on projects in China, Libya, and the Bahamas. He formed and managed Genting Oil and Gas Limited based in Kuala Lumpur, which participated in the discovery and subsequent sale of the Vorwata gas field which supplies the BP-operated, Tangguh LNG plant in Papua, Indonesia. Mr. Paterson was also previously the Managing Director of British Gas Malaysia and the Country General Manager for British Gas Indonesia. Prior to holding those positions he worked for British Gas in a variety of senior commercial roles on the Karachaganak gas condensate field and the Caspian Shelf Consortia in Kazakhstan. Mr. Paterson has been involved with pipeline development projects in Kazakhstan, Malaysia, Indonesia and China and in power generation projects in Malaysia, Indonesia and the Philippines.

Mr. Paterson has been a director of a number of small independent oil and gas exploration companies including BPC Limited, Ramco plc and Medusa Oil and Gas. He was a Director of Genting Sanyen Power Sdn Bhd, a 720 MW CCGT plant located at Sepang, Malaysia.

Mr. Paterson was educated at the University of British Columbia in Vancouver, Canada and at Imperial College, University of London, London, England.

Garth Braun, Blackbird CEO, stated: "We are pleased to welcome Mr. Paterson to our board and management team. The depth of experience and knowledge that Dennis brings to the company is extremely exciting, and we are looking forward to the opportunities that may become available as a result".

In connection with the appointment, the Company has granted 700,000 incentive stock options to Mr. Paterson. Such options are exercisable at the price of $0.27 for a period of five years. Currently, an aggregate of 989,145 shares remain available for issuance under the Company's stock option plan.

About Blackbird

Blackbird's wholly-owned subsidiary Blackbird Energy LLC ("Blackbird Energy") holds a 75% interest in 3,857 acres of leasehold land located in Gray County, Texas known locally as the "Mathers-Gordon Prospect". The Mathers-Gordon Prospect is a multi pay oil and gas prospect. Blackbird Energy is the operator of the prospect. In addition, Blackbird plans to actively look for further oil and gas properties for acquisition or potential joint ventures.

On behalf of the board of
BLACKBIRD ENERGY INC.

Per: *"Garth Braun"*
Garth Braun
Chief Executive Officer and Director

For further information contact:

Dwane Brosseau
604.662.4955
dbrosseau@blackbirdenergyinc.com

Disclaimer for Forward-Looking Information

Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding the Company's completion of the acquisition of TNH or the satisfaction of any of the required conditions precedent. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. These forward-looking statements reflect management's current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions in North America and internationally, (2) the inherent uncertainties and speculative nature associated with oil and gas exploration and production, (3) a decreased demand for natural gas, (4) any number of events or causes which may delay or cease exploration and development of the Company's property interests, such as environmental liabilities, weather, mechanical failures, safety concerns and labour problems; (5) the risk that the Company does not execute its business plan, (6) inability to retain key employees, (7) inability to finance operations and growth, and (8) other factors beyond the Company's control. These forward-looking statements are *made as of the date of this news release and, except as required by law, the Company assumes no obligation to update these forward-looking statements, or to update the reasons why actual results differed from those projected in the forward-looking statements.*