

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Vanoil Energy Ltd.
Suite 900 – 595 Howe Street
Vancouver, BC V6C 2T5
("Vanoil" or the "Company")

Item 2 Date of Material Change

May 12, 2010

Item 3 News Release

News release was disseminated on June 2, 2010

Item 4 Summary of Material Change

Vanoil signed a 2D Seismic Contract with Bureau of Geophysical Prospecting for 324 line kilometers on Vanoil's 24,000 square kilometer, 100%-owned Blocks 3A and 3B, in Kenya.

Item 5 Full Description of Material Change

Vanoil signed a 2D Seismic Contract with Bureau of Geophysical Prospecting ("BGP") for 324 line kilometers on Vanoil's 24,000 square kilometer, 100%-owned Blocks 3A and 3B, in Kenya. BGP has extensive expertise in the East African Rift Basin, including a seismic program on Block 9, which is adjacent to Block 3A. BGP will mobilize immediately and is targeting completion by September 2010.

The first objective of the Vanoil 2010 program is to upgrade five of eight identified structural leads/prospects on the northwest quadrant of Block 3A to drillable targets. The northwest quadrant of Block 3A is the termination zone of the Anza Graben, the southern extension of the prolific Sudanese Muglad and Melut oil Basins. CNOOC, the operator of Block 9, is preparing to conduct flow tests on four zones in the Bogal-1-1 exploration well situated 70 kilometers from the northern boundary of Vanoil's block 3A.

Block 3A may be ideally located at the termination zone of the Cretaceous Graben, where low energy lacustrine deposition appears to be indicated by strong seismic reflection banding at the depo-centre, while the leads/prospects appear to be located on the highs located on juxtaposed faults, inverted anticlines, flower structures, pinch-outs and roll-over structures. These structures are the trapping mechanisms in the nearby Sudanese basins.

The second objective of the seismic acquisition program is to survey the northeastern quadrant of Block 3A over the marine Jurassic-Cretaceous Mochesa Basin to upgrade two leads to drillable targets. One of the leads exhibits a strong amplitude anomaly at an estimated shallow depth of about 3,000 meters. The Mochesa Basin is part of the larger coastal Somalia Basin with a known Jurassic source rock from the Juba well Somalia, a basin

that was juxtaposed to Madagascar during the Jurassic. Jurassic-Cretaceous basins of Madagascar are known for prolific oil sands.

In 1975, Chevron conducted a 1,500 line kilometers seismic program on Blocks 3A and 3B. The 1975 data was reprocessed by Sensor Geophysical of Calgary, Canada. The results of this work were integrated with reprocessed gravity and magnetic data obtained from Patterson, Grant, & Watson of Toronto, Canada, providing the regional insight into structural setting. Vanoil may conduct further seismic, gravity, and magnetic surveys in the future to further assess the hydrocarbon potential of Vanoil's blocks 3A and 3B.

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

Dal Brynelsen, CEO at (604) 689.685-6263 ext 111

Item 9 Date of Report

June 3, 2010