

This is the form of material change report required under section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*.

**FORM 53-901F**  
**(Previously Form 27)**

**MATERIAL CHANGE REPORT UNDER**  
**SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA)**

This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this are complied with.

Every report required to be filed under section 85(1) of the *Securities Act* (the "Act") shall be sent to the British Columbia Securities Commission (the "Commission") in an envelope addressed to the Commission and marked "Continuous Disclosure".

WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

**1 Reporting Issuer**

CONSOLIDATED VENTUREX HOLDINGS LTD.  
2489 Bellevue Avenue  
West Vancouver, British Columbia V7V 1E1

Telephone (604) 922-2030

(the "Company")

**2 Date of Material Change**

April 19, 2007

**3 Press Release**

Issued in West Vancouver, B.C. on April 19, 2007 under Section 85 (1) of the Act and disseminated through the facilities of Market News and Stockwatch.

**4 Summary of Material Change**

The Company is proceeding with a private placement.

**5 Full Description of Material Change**

The Company has announced that, subject to regulatory approval, it intends to proceed with a non-brokered private placement (the "Private Placement") to raise up to \$2,560,000 by the issuance of 8,000,000 flow through units at \$0.17 per unit (the "FT Units") and 8,000,000 non-flow through units at \$0.15 per unit (the "Non FT Units"). Each FT Unit will consist of one flow through common share and one-half of a share purchase warrant, with each whole warrant entitling the holder to purchase an additional non flow-through common share at a price of \$0.20 for a period of one year from the closing date. Each Non FT Unit will consist of one common share and one warrant, with each warrant entitling the holder to purchase an additional common share at a price of \$0.20 for a period of one year from the closing date. With respect to this Private Placement, the

Company may pay a finder's fee in the amount of 7% of the FT Units and Non FT Units sold (payable in cash or Non FT Units at a deemed price of \$0.15 per unit) and issue warrants entitling the holder to purchase that number of common shares as is equal to 10% of the number of FT Units and Non FT Units purchased by subscribers introduced to the Company by such finders. The proceeds from this Private Placement will be used for exploration and development of the Company's properties and for general working capital purposes.

In 2007 the Company will continue exploration on the "LJ Property", located 35 km north-northeast of Revelstoke, B.C. As a result of its 2006 drill program, the Company will advance exploration of its "Carnes Creek" zinc-lead-silver showing with an additional 2,000 to 4,000 metres of core drilling.

In 2005, Selkirk Holdings drilled 3 holes that included hole LJ05-02 that intersected 15 metres assaying 6.81% zinc, 2.69% lead and 3.93 g/t silver from 122.8 to 137.8 metres including 10.70% zinc, 4.90% lead and 9.40 g/t silver over 5 metres from 132.8 to 137.8 metres (as reported in Selkirk's news release dated October 24, 2005). In 2006, the Company was successful in intersecting the upper and lower limbs of a large recumbent fold, the nose of which was intersected by Selkirk Holdings's drill hole LJ05-02. The Company's 2006 drilling extended the strike of this mineralized structure for 200 metres. The style of mineralization is sedimentary exhalative massive sulphide (SEDEX) containing pyrite, sphalerite and galena.

The Company's 2007 drill program is planned to continue testing this mineralized fold nose to extend it along strike and down plunge. The Company will also focus exploration in the southern Carnes Creek valley to explore for the down plunge extension of the mineralization where Provincial Regional Stream Sediment and Water Samples are highly anomalous in base metals.

The Company has an option to acquire a 49% working interest in the LJ Property from Selkirk Metals Holdings Corp. ("Selkirk Holdings"), a wholly owned subsidiary of Selkirk Metals Corp.

John Kowalchuk, P.Geo., has reviewed this release and is acting as the Company's Qualified Person for this project.

For further information, contact Mr. Clive Shallow, investor communication, at 604-922-2030 or visit the Company's website at [www.consolidatedventurex.com](http://www.consolidatedventurex.com)

**6 Reliance on Section 85(2) of the Act**

Not applicable

**7 Omitted Information**

No information has been intentionally omitted from this form.

**8 Senior Officers**

Douglas L. Mason, Chairman  
Ronald A. Coombes, President

Further information may be obtained from Douglas L. Mason, Chairman, Ronald A. Coombes, President, or Bruce E. Morley, director of the Company, 2489 Bellevue Avenue, West Vancouver, British Columbia, V7V 1E1, (604) 922-2030

**9 Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at West Vancouver, British Columbia, this 19<sup>th</sup> day of April, 2007.

**CONSOLIDATED VENTUREX HOLDINGS LTD.**

*"Bruce E. Morley"*

\_\_\_\_\_  
*Signature*

\_\_\_\_\_  
Director

*(Official capacity - please print)*

Bruce E. Morley

*(Please print here name of individual whose signature appears above, if different from name of vendor or agent printed above)*

this is the form of a material change report required under **section 85(1)** of the securities act (**British Columbia**)