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

VENTUREX EXPLORATIONS INC.
2489 Bellevue Avenue
West Vancouver, British Columbia V7V 1E1

Telephone (604) 922-2030

(the "Company")

2 Date of Material Change

June 5, 2007

3 Press Release

Issued in West Vancouver, B.C. on June 5, 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 closed the second and final tranche of its $2.5 million non-brokered private placement.

5 Full Description of Material Change

The Company announced that, further to its news releases dated April 19 and May 23, 2007, it has closed the second and final tranche of its non brokered private placement. In the first tranche, the Company raised $340,000 through the issuance of 1,999,999 flow through units (the "FT Units") at $0.17 each to the MineralFields Group. In the second tranche, the Company has raised an additional $2,148,650 through the issuance of 6,520,000 FT Units at $0.17 each and 6,935,000 non-flow through units (the "Non FT Units") at $0.15 each. Each FT Unit consists 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 consists 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. In connection with the second tranche of the private placement, the Company has paid finders' fees consisting of 17,500 Non FT Units (at a deemed price equal to $0.15 per unit), $112,889 cash and 1,036,000 finders' warrants. Each finder's warrant entitles the holder to purchase one additional common share for a period of one year at an exercise price of $0.20. All of the securities issued pursuant to the second tranche of the private placement are subject to a hold period expiring October 5, 2007.

The proceeds from this private placement will be used for exploration and development of the Company's properties and working capital purposes.

For further information, contact Mr. Clive Shallow, investor communication, at 604-922-2030 or visit the Company's website at www.venturexexplorations.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 5th day of June, 2007.

VENTUREX EXPLORATIONS INC.

"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)