CHINA EDUCATION RESOURCES INC.

FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

China Education Resources Inc. ("China Education")
1818 – 925 West Georgia Street
Vancouver, British Columbia V6C 3L2

2. **Date of Material Change**

September 23, 2009

3. **News Release**

A new release disclosing the material change was issued through Marketwire in Vancouver, British Columbia, on September 23, 2009 and filed on SEDAR.

4. **Summary of Material Change**

China Education has completed the acquisition of a 60% interest in Yu Cheng Yuan Consulting Services Ltd. ("YCY"), a distributor of education products for 6,000,000 RMB ($1,000,000 CDN), payable in 2,860,000 common shares in the capital of China Education ("Common Shares") with a deemed value of $0.35 per share.

5.1 **Full Description of Material Change**

China Education has completed the acquisition of a 60% interest in YCY, a distributor of education products for 6,000,000 RMB ($1,000,000 CDN), payable in 2,860,000 Common Shares with a deemed value of $0.35 per share.

5.2 **Disclosure for Restructuring Transactions**

Not applicable.

6. **Reliance on Subsection 7.1(2) of National Instrument 51-102**

Not Applicable.

7. **Omitted Information**

Not Applicable.

8. **Executive Officers**

For further information about this material change, please contact Chengfeng Zhou, Chairman of the Board and Chief Executive Officer, at (604) 683-6865.

9. **Date of Report**

DATED at Vancouver, British Columbia this 1st day of October, 2009.

Chengfeng Zhou
Chairman and Chief Executive Officer

www.chinaeducationresources.com

TSX VENTURE SYMBOL: CHN
OTCQX: CHNUF

China Education Resources Announces Completion of Acquisition and Starting of Unique Business Model in the Chinese Education Sector

VANCOUVER, BRITISH COLUMBIA--(September 23, 2009) - China Education Resources Inc. ("China Education", "CER", "the Company") (TSX VENTURE:CHN) (OTCQX:CHNUF) - today announced that it has completed the acquisition of a 60% interest in Yu Cheng Yuan Consulting Services Ltd. ("YCY"), a distributor of education products for 6,000,000 RMB ($1,000,000 CDN), payable in 2,860,000 shares with a deemed value of thirty-five (35¢) cents per share.

C.F. Zhou, Chairman and CEO said, "CER's speciality is our CERSP brand, now a nationally recognized and trusted brand which we have developed after a number of years in the teacher training area and our CERSP portal which hosts a teacher blog that is now the world's largest K-12 teacher social network. There are currently over 1,000,000 teachers registered on our portal. Through the efforts and contributions of these teachers, we have amassed an enormous volume of education content. Examples include lesson plans, supplementary and enrichment materials and over 2,000 online tutoring courses for K-12 students, all of which support the learning objectives of the K-12 area.

YCY's speciality is its extensive contacts with educational authorities in 150 cities to which it sells its K-12 education products targeted at the student population.

The combination of CER and YCY creates a unique business model. Firstly, teachers who know and trust the CERSP brand will be more likely to recommend our products to the students they teach. This will be a very effective "top down" sales approach. Secondly, our business will develop into an "online/offline" model in which physical products such as textbooks and enrichment materials will be sold offline but in order for the user to maximize the effectiveness of the products, he or she will have to use the CERSP portal. A good example is our online tutoring program.

CER's strategy is to provide education resources and services to 12 million K-12 teachers and the 230 million K-12 students in China. While our teacher training is important in terms of revenue, it is far more critical as a door opener into the student market.

The positive effects of the YCY acquisition have already started to occur in the third quarter of 2009. Sales in the last 3 months have increased materially over the first 6 months of this year and I am confident that we will be able to generate meaningful revenue in 2009. Shareholders will be updated shortly on our progress."

ABOUT CHINA EDUCATION RESOURCES INC.

In collaboration with China's various education authorities and experts, China Education Resources Inc. ("CER") is helping to transform the curriculum of the world's largest educational system. Recognizing the need for centralization and increased accessibility to address the Chinese Central government's 2000 education reform policy changes, CER has created educational tools and curricula for China's entire kindergarten through twelfth grade system. By implementing the government's goal of converting the existing educational system from memory-based learning to creative thinking and utilizing a more interactive approach to embrace a world-based economy, CER has played an integral part in positioning China's educational system to reach new heights.

Safe Harbor Statement

This press release contains certain forward-looking statements that reflect the current views and/or expectations of China Education Resources Inc. with respect to its performance, business and future events. Such statements are subject to a number of risks, uncertainties and assumptions. Actual results and events may vary significantly.

To receive press releases, investor newsletters and corporate updates, please email your request to: admin@chinaeducationresources.com.

The TSX Venture Exchange has not reviewed, and does not accept, responsibility for the adequacy or accuracy of the contents of this press release.

Contact:
China Education Resources Inc. (604) 683-6865

Website: http://www.chinaeducationresources.com

Source: China Education Resources Inc.