NEW RANGE RESOURCES LTD.
FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

New Range Resources Ltd. (the "**Company**" or "**New Range**")
750, 330 - 5th Ave. SW
Calgary, Alberta T2P 0L4

2. Date of Material Change

April 12, 2010.

3. News Release

A news release was disseminated on April 12, 2010, through Marketwire.

4. Summary of Material Change

The Company announced announce it has closed its previously announced non-brokered private placement by issuing an aggregate of 6,000,000 common shares at a price of $0.05 per share (including 1,875,000 common shares subscribed for by insiders of the Company) for gross proceeds of $300,000 (the "**Private Placement**"). A finders' fee of $10,500 was paid to an arm's length party in connection with the Private Placement.

5. Full Description of Material Change

5.1 *Full Description of Material Change*

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The net proceeds of the Private Placement will be used for general working capital purposes. All securities issued under the Private Placement are subject to a four month hold period from the date of issuance, expiring August 13, 2010, in accordance with TSX Venture Exchange ("**Exchange**") policies and applicable securities laws. The Private Placement is subject to receipt of final approval from the Exchange.

As the Company's management and directors subscribed for an aggregate of 1,875,000 common shares pursuant to the Private Placement, the Private Placement is considered a "related party transaction" as defined under Multilateral Instrument 61-101 ("**MI 61-101**"). The transaction, however, is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of any common shares issued to or the consideration paid by such persons exceeds 25% of the Company's market capitalization. The material change report in respect of this related party transaction will be filed less than 21 days before the closing of the Private Placement which the Company considers reasonable and necessary in the present circumstances, as the Company wishes to complete the Private Placement in a timely manner..

5.2 *Disclosure for Restructuring Transactions*

Not Applicable.

6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

For further information, please contact:

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Date of Report

April 12, 2010.