MATERIAL CHANGE REPORT

1. Reporting Issuer

Full name of the Issuer:

AuEx Ventures, Inc. ("AuEx" or the "Company")

The address of the principal office in Canada of the reporting issuer is as follows:

Unit 1 – 15782 Marine Drive
White Rock, British Columbia
V4B 1E6

PHONE: (604) 536-2711

2. Date of Material Change

December 15, 2005

3. Press Release

The date and place(s) of issuance of the press release are as follows:

December 15, 2005

The Press Release was released to the TSX Venture Exchange being the only exchange upon which the shares of the Company are listed, and through various other approved public media.

4. Summary of Material Change(s):

On November 7, 2005, AuEx Ventures, Inc. was advised by a third party that it asserts an ownership interest in the mineral rights underlying a portion of the Long Canyon exploration target. By December 15, 2005 AuEx had assessed the merits of the assertion and concluded that the assertion has merit.

5. Full Description of Material Change

AuEx Ventures, Inc. announced on November 8, 2005 that a third party had asserted ownership of mineral rights underlying a portion of the Long Canyon exploration target and that the Company would be assessing the merits of the assertion. AuEx has now substantially completed its assessment of that claim and has concluded that the assertion has merit. The mineral rights in question are shown on the attached map and are controlled by NewWest Gold Corporation, a private company. NewWest and AuEx have commenced negotiations with a view to reaching a mutually agreeable business arrangement. AuEx intends to continue exploration at Long Canyon in 2006, as well as on the balance of the Pequop project, and has commenced additional permitting necessary for these activities.

The Long Canyon exploration target is one of five known Carlin style gold exploration targets within the overall 12,000 acre Pequop project that is owned by the company's wholly owned subsidiary Pittston Nevada Gold Company, Ltd., the shares of which were acquired indirectly by AuEx on June 28, 2005. AuEx commissioned and obtained a title report on the Pequop project prior to acquiring Pittston Nevada. The report indicates in error that the mineral rights in question are held by Pittston Nevada. AuEx has reviewed title to the balance of the Long Canyon mineral rights and has found no other discrepancies.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

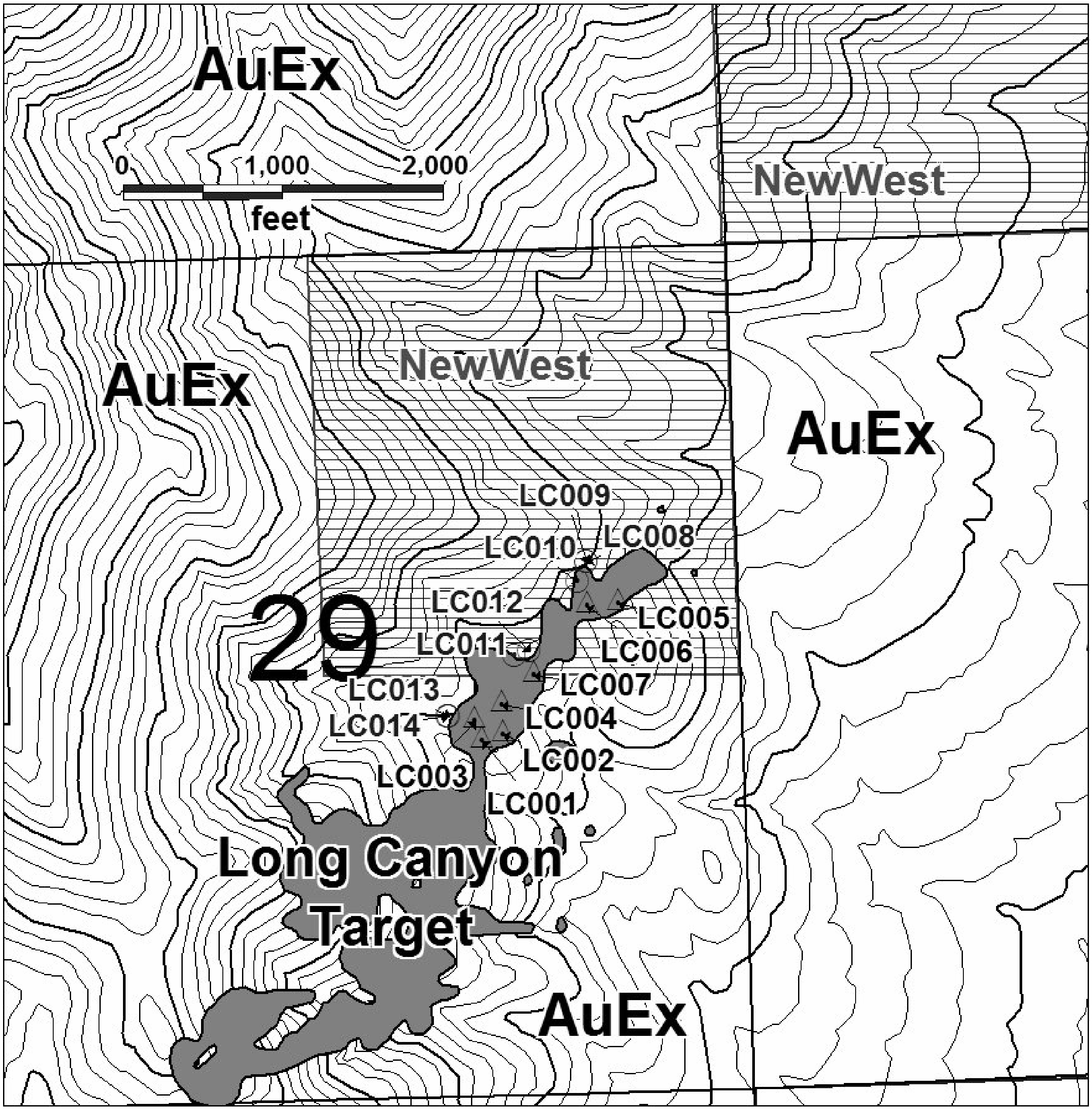
The following senior officer of the Company is knowledgeable about the material change and may be contacted by the Commission at the following address and telephone number:

Doris Meyer, Chief Financial Officer and
Corporate Secretary
Unit 1- 15782 Marine Drive
White Rock, British Columbia
V4B 1E6
PHONE: (604) 536-2711

9. Date of Report

DATED at White Rock, British Columbia, this 15th day of December 2005.

"Doris Meyer"
Doris Meyer, Corporate Secretary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