

**Form 51-102F3
Material Change Report**

Name and Address of Company

Kent Exploration Inc. (the “Company”)
410 - 744 West Hastings Street
Vancouver, BC V6C 1A5
www.kent-exploration.com

Date of Material Change

December 31, 2012

News Release

The news release was disseminated on December 31, 2012, by Stockwatch. The news release was also delivered to the Company’s email distribution list and posted on SEDAR at www.sedar.com with the British Columbia Securities Commission, the Alberta Securities Commission and the Ontario Securities Commission.

Summary of Material Change

The Company announces that, subject to approval from the TSX Venture Exchange (“TSXV”) it is conducting an up to 4,000,000 Unit non-brokered private placement at \$0.10 for gross proceeds of up to \$400,000 and subject to TSXV approval, has closed the first tranche of 1,325,000 Units for gross proceeds of \$132,500.

Full Description of Material Change

Kent Exploration Inc, (“Kent” or the “Company”) announces that, subject to approval from the TSXV it is conducting an up to 4,000,000 Unit non-brokered private placement at \$0.10 per Unit for gross proceeds of up to \$400,000 and also subject to TSXV approval has closed a first tranche of 1,325,000 Units for gross proceeds of \$132,500.

Each Unit will consist of one (1) common share and one half of one common share purchase warrant, each whole warrant exercisable into one common share of the Company at \$0.15.

Funds are to be used for general and administrative purposes, Flagstaff Barite project, New Zealand Gold Projects, and potential property transactions.

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

Not applicable

Omitted Information

No information has been omitted on the basis that it is confidential information

Executive Officer

Graeme O'Neill, President

Phone: 604-684-3394

Fax: 1-888-282-7763

Date of Report

Dated at Vancouver, BC, this 11th day of January, 2013.

By Kent Exploration Inc.

"Graeme O'Neill"

Graeme O'Neill, President