FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Kinetex Resources Corporation
#900 - 925 West Georgia St.
Vancouver, British Columbia
V6C 3L2

(the "Company")

Telephone Number: 604-484-5761

Item 2 Date of Material Change

April 30, 2010

Item 3 News Release

The news release was disseminated on April 30, 2010 through MarketWire.

Item 4 Summary of Material Change

The Company announced that it will be unable to file its comparative financial statements for the fiscal year ended December 31, 2009 by the end of the day today, April 30, 2010, which is the 120th day after the end of Kinetex's most recently completed financial year, as required by National Instrument 51-102 – *Continuous Disclosure Obligations*. Further, the Company announced that on April 27, 2010 Kinetex filed an application with the British Columbia Securities Commission ("BCSC"), as its principal regulator, for a management cease trade order in accordance with National Policy 12-203 – *Cease Trade Orders For Continuous Disclosure Defaults* seeking a temporary order prohibiting only certain persons, companies or trusts who are directors or officers of Kinetex from trading in securities of Kinetex for such period as would be specified in the Management Cease Trade Order until after the filing of the Annual Financial Statements had been completed.

Item 5 Full Description of Material Change

Vancouver, BC - April 30, 2010 - **Kinetex Resources Corporation** ("Kinetex" or the "Company") (TSXV:KTX) has been informed by its new auditor that it will be unable to file its comparative financial statements for the fiscal year ended December 31, 2009 (the "Annual Financial Statements") by the end of the day today, April 30, 2010, which is the 120th day after the end of Kinetex's most recently completed financial year, as required by National Instrument 51-102 – *Continuous Disclosure Obligations*. Based on its discussions with its new auditors, Kinetex is confident that the Annual Financial Statements together with the auditor's report thereon should be finalized by no later than May 28, 2010 and, accordingly, filed by the next business day, namely by May 31, 2010.

On Friday April 23rd the Company was informed by its auditor that, regardless of the efforts undertaken by all parties, the complexities of the Company and the additional testing requirements of a new auditor has resulted in the requirement for additional time that was not anticipated for the filing of the Company's audited financials by April 30th, 2010. One of the main challenges has been the process required for additional testing of capital assets by the new auditor, including the review of the documents supporting current and past capital expenditures, the verification of their existence and the confirmation that there has been no impairment in the useful life, compared to the depreciated cost base. Kinetex is pleased with the depth of this investigation, as painstaking as it has been, and at this time would like to report to its shareholders that this process has been largely completed with few adjustments required to date.

Further to this effort, the final review of the Company's extensive international operations and unique set of capital investments have added further time that was not anticipated by the audit team and Kinetex is aggressively adjusting its procedures to avoid this challenge in the future. The Company looks forward to the transition to its new audit team through completion of this lengthy process. Kinetex confirms that although the untimely completion of this process is not at all acceptable to the officers and directors of the Company, the completion of the process will result in a greater level of confidence in the Company's financial reporting and ultimately provide shareholders financial statements which accurately reflect the financial position of Kinetex in accordance with GAAP.

As a precautionary measure in case filing the Annual Financial Statements were to be delayed for a lengthy period of time, on April 27, 2010 Kinetex filed an application (the "Application") with the British Columbia Securities Commission ("BCSC"), as its principal regulator, for a management cease trade order ("Management Cease Trade Order") in accordance with National Policy 12-203 – *Cease Trade Orders For Continuous Disclosure Defaults* ("NP 12-203") seeking a temporary order prohibiting only certain persons, companies or trusts who are directors or officers of Kinetex from trading in securities of Kinetex for such period as would be specified in the Management Cease Trade Order until after the filing of the Annual Financial Statements had been completed. If approved, this would avoid an order that all security holders of Kinetex cease trading in its securities.

Kinetex is a reporting issuer in British Columbia and Alberta. The BCSC is Kinetex's principal regulator for the purposes of National Policy 11-203 – *Process for Exemptive Relief Applications in Multiple Jurisdictions*. Copies of the Application have been sent to the securities regulatory authorities in each jurisdiction in which Kinetex is a reporting issuer.

The Company is not subject to any insolvency proceeding and there is no other material information concerning the affairs of the Company that has not been generally disclosed.

Until the Annual Financial Statements are filed, Kinetex will comply fully with the alternate information guidelines set out in sections 4.3 and 4.4 of NP 12-203.

This press release contains or refers to forward-looking information, including statements about the effect of the BCSC's approval of Kinetex's application for a Management Cease Trade Order. All information other than statements of historical fact that address activities, events or developments that Kinetex believes, expects or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements are subject to a variety of risks and uncertainties beyond Kinetex's ability to control or predict that may cause actual events or results to differ materially from those discussed in such forward-looking statements, including the risk that the BCSC will deny Kinetex's application for a Management Cease Trade Order. Any *forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, Kinetex disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Although Kinetex believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be placed on these forward-looking statements due to the inherent uncertainty related thereto.*

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Gilbert Schneider, President & CEO
Telephone: 604-484-5761

Dated at Vancouver, British Columbia, this 30th day of April, 2010.

KINETEX RESOURCES CORPORATION

By:

(signed) *" Gilbert Schneider"*
Gilbert Schneider
Chief Executive Officer