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

May 5, 2010

Item 3 News Release

The news release was disseminated on May 5, 2010 through MarketWire.

Item 4 Summary of Material Change

The Company announced that, as previously announced on April 30, 2010, the Company had made an application to the applicable securities regulators under NP 12-203 requesting that a management cease trade order be imposed in respect of this late filing. The British Columbia Securities Commission, being the Principal Regulator, has today issued a temporary management cease trade order.

Item 5 Full Description of Material Change

Vancouver, BC – May 5, 2010 - Kinetex Resources Corp. (TSXV: KTX) (the "**Company**" or “**Kinetex**" is providing this news release in accordance with National Policy 12-203 – Cease Trade Orders for Continuous Disclosure Defaults ("NP 12-203"). In its news release on April 30, 2010 (the "Notice of Default"), the Company announced that it was not able to file its comparative audited annual financial statements for the year ended December 31, 2009 on or before the prescribed deadline of April 30, 2010.

As previously announced, the Company made an application to the applicable securities regulators under NP 12-203 requesting that a management cease trade order be imposed in respect of this late filing. The British Columbia Securities Commission, being the Principal Regulator, has today issued a temporary management cease trade order. The issuance of the temporary cease trade order does not affect the ability of persons who have not been directors, officers or insiders of the Company to trade in their securities. However, the securities regulatory authorities, in their discretion, may determine that it would be appropriate to issue a general issuer cease trade order affecting all of the Company's securities. Until such time that the Annual Required Filings are filed or the securities regulatory authorities issue a general cease trade order, the Company will continue to provide bi-weekly updates, as contemplated by NP 12-203.

Other than as set out herein, the Company reports that since the Default Notice: (i) there is no material change to the information set out in the Default Notice that has not been generally disclosed; (ii) there has been no failure by the Company in fulfilling its stated intentions with respect to satisfying the provisions of the alternative information guidelines set out in NP 12-203; (iii) there has not been any other specified default by the Company under NP 12-203; and (iv) there is no other material information concerning the affairs of the Company that has not been generally disclosed.

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 5th day of May, 2010.

KINETEX RESOURCES CORPORATION

By:

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