FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Kinetex Resources Corporation (the "**Company**" or "**Kinetex**")
900 - 925 West Georgia Street
Vancouver, British Columbia V6C 3L2

2. Date of Material Change

November 11, 2010

3. News Release

A press release was disseminated on July 11, 2010 through Market News and Stockwatch, a copy of which was filed on SEDAR.

4. Summary of Material Change

Kinetex Resources Corporation (TSX-V: KTX) (the “Company” or "Kinetex") announces that it has received approval from the TSX Venture Exchange pertaining to the closing of the second and final tranche of a non-brokered private placement on October 28, 2010 (the “Placement”) consisting of 1,875,000 Units at a subscription price of $0.10 per Unit, and for gross proceeds of $187,500.00. Each Unit is comprised of one common share (a “Share”) and one share purchase warrant (a “Warrant”) of the Company. Each Warrant entitles the holder to purchase one additional Share of the Company (a “Warrant Share”) at an exercise price of $0.25 per Warrant Share up to and including October 28, 2012.

All Shares issued pursuant to the Placement and any Warrant Shares issued in connection with the exercise of any of the Warrants, if any, will be subject to a hold period expiring on March 1, 2011, in accordance with the policies of the TSX Venture Exchange and applicable securities laws. Finder’s fees of $14,200 have been paid in the form of $5,000 cash and the issue of 92,000 Units, having the same terms as described above, have been paid and 142,000 Finder’s Warrants have been issued in conjunction with the closing of the Placement. Each Finder’s Warrant entitles the holder to purchase one additional Share of the Company at a price of $0.25 up to and including October 28, 2012.

The Placement was conducted in accordance with the terms of a partial revocation of a cease trade order issued by the British Columbia Securities Commission (the "Commission") on August 30, 2010.

The proceeds from the Placement will be used to prepare and file with the Commission continuous disclosure documents with a view to obtaining a full revocation of the cease trade order and to settle outstanding indebtedness. The securities issued in connection with the Placement will remain subject to the cease trade order until it is revoked.

5. Full Description of Material Change

5.1 Full Description of Material Change

Please see attached Press Release in its entirety.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

The name and business number of the executive officer of Kinetex Resources Corporation who is knowledgeable about the material change and this report is:

Gilbert G. Schneider, Chief Executive Officer
Tel: 604 484-5761
Fax: 604 484-5760
e-mail: gil@kinetex.ca

9. Date of Report

November 19, 2010

PRESS RELEASE

KINETEX CLOSES SECOND AND FINAL TRANCHE OF PLACEMENT

Vancouver, British Columbia – November 11, 2010 – Kinetex Resources Corporation (TSX-V: KTX) (the “Company” or "Kinetex") announces that it has received approval from the TSX Venture Exchange pertaining to the closing of the second and final tranche of a non-brokered private placement on October 28, 2010 (the “Placement”) consisting of 1,875,000 Units at a subscription price of $0.10 per Unit, and for gross proceeds of $187,500.00.

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About Kinetex

Kinetex is an oil, gas and mineral exploration services company with offices in Vancouver, BC, Calgary, Alberta and Bogota, Colombia. Through its subsidiaries, Kinetex provides data-rich high resolution subsurface images - essentially a brand-new exploration tool - to the energy, metals and minerals exploration and development industries seeking to go beyond the limitations of traditional data acquisition methods.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release. The company seeks safe harbour.

For more information please contact:

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Gil Schneider
Chief Executive Officer

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