FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS OF COMPANY

Ashburton Ventures Inc.
1220 - 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

Item 2 Date of Material Change

April 12, 2010

Item 3 News Release

The Company disseminated the news release on April 12, 2010 via Stockwatch and SEDAR filed it with the British Columbia, Alberta, Saskatchewan and Ontario Securities Commissions and the TSX Venture Exchange.

Item 4 Summary of Material Change

The Company has closed its private placement previously announced in a news release dated March 22, 2010.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A.

Item 7 Omitted Information

None.

Item 8 Executive Officer

Michael England, CEO and Director
Email: englandcommunications@shaw.ca
Tel: 604-683-3995

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 13th day of April, 2010.

ASHBURTON VENTURES INC.

"Michael England"

Per: Michael England

Suite 1220, 789 West Pender St. Vancouver, British Columbia
Phone: 604-683-3995/ Toll Free: 888-945-4770/Fax: 604-683-3988

ASHBURTON ANNOUNCES CLOSING OF NON-BROKERED PRIVATE PLACEMENT

April 12, 2010, VANCOUVER, B.C. – **ASHBURTON VENTURES INC. ("Ashburton" or the "Company") (ABR-TSX:V)** is pleased to announce the closing of its private placement (the "Private Placement") announced in a news release dated March 22, 2010. Pursuant to the Private Placement, the Company issued 9,646,667units (the "Units") at a price of $0.06 per Unit for gross proceeds of $578,800. Each Unit is comprised of one common share (a "Share") of the Company and one common share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to purchase one Share of the Company for a period of two years from the date of issuance at a price of $0.10 per Share.

Finders fees consisting of 795,000 broker warrants (the "Broker Warrants") and $47,700 in cash were paid in accordance with the policies of the TSX Venture Exchange. Each Broker Warrant will entitle the holder to purchase one Share of the Company for a period of two years from the date of issuance at a price of $0.10 per Share.

All securities issued pursuant to the private placement are subject to a hold period expiring on August 1, 2010.

Ashburton Ventures Inc. is a recently listed junior exploration company whose mission is to acquire highly prospective base and precious metal properties for the benefit of its stakeholders. The Company's website can be viewed at www.ashburtonventures.com.

ON BEHALF OF THE BOARD

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Michael England, CEO and Director

FOR FURTHER INFORMATION PLEASE CONTACT:
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Toll Free: 1-888-945-4770