

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

**Item 1 Name and Address of Company**

Canamex Resources Corp. (the “Company” or “CSQ”)  
Suite 303, 595 Howe Street  
Vancouver, B.C. V6C 2T5

**Item 2 Date of Material Change:**

April 29, 2011.

**Item 3 News Release**

April 29, 2011 disseminated through Marketwire and SEDAR filed.

**Item 4 Summary of Material Change**

On April 29, 2011 the Company closed a private placement for gross proceeds of \$262,500 by issuing a total of 1,500,000 Units at \$0.175 per Unit, each Unit consisting of one common share and one share purchase warrant, each warrant entitling the holder to purchase one (1) additional common share at \$0.25 per share on or before April 28, 2013. These shares and any shares issued on exercise of the warrants will be subject to a hold period under applicable Canadian securities laws expiring on August 30, 2011, and will be subject to such further restrictions on resale as may apply under applicable foreign securities laws.

*See Item 5 below for further particulars.*

**Item 5 Full Description of Material Change**

See attached News Release dated April 29, 2011 for full particulars.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102: N/A**

**Item 7 Omitted Information**

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

**Item 8 Executive Officer:** Richard Barnett, Chief Financial Officer: (604) 718-2800

**Item 9 Date of Report**

**DATED** this 29<sup>th</sup> day of April, 2011.

Per: “Richard Barnett”  
**Richard Barnett, CFO**

**CANAMEX RESOURCES CORP.**  
Suite 303, 595 Howe Street  
Vancouver, B.C. V5C 2T5  
Phone: (604) 718-2800 Fax: (604) 718-2808

## **NEWS RELEASE**

***NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR  
DISSEMINATION IN THE UNITED STATES.***

### ***Canamex Closes \$262,500 Private Placement***

**April 29, 2011** – Canamex Resources Corp. (the “Company”) (TSX-V: **CSQ**) announces that it has closed the private placement announced in a News Release dated April 8, 2011. On April 28, 2011 the Company received acceptance from the TSX Venture Exchange to close the private placement.

In accordance with the provisions of the Subscription Agreements, on April 29, 2011, the Company issued a total of 1,500,000 Units at \$0.175 per Unit, each Unit consisting of one common share and one share purchase warrant, each warrant entitling the holder to purchase one (1) additional common share at \$0.25 per share on or before April 28, 2013.

These shares and any shares issued on exercise of the warrants will be subject to a hold period under applicable Canadian securities laws expiring on August 30, 2011, and will be subject to such further restrictions on resale as may apply under applicable foreign securities laws.

The Company paid finders’ fees totaling \$9,625 in cash in connection with this financing.

### **ON BEHALF OF THE BOARD**

*“Richard Barnett”*

**Richard Barnett, Chief Financial Officer**

**Neither the 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.**