

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. Reporting Issuer

Quia Resources Inc.
95 Wellington Street West
Suite 1450
Toronto, ON M5J 2N7

ITEM 2. Date of Material Change

April 4, 2011.

ITEM 3. Press Releases

Press release in the form of Schedule A attached hereto was disseminated on April 4, 2011 via Marketwire news service.

ITEM 4. Summary of Material Change

Quia Resources Inc. (TSX-V QIA) ("Quia" or the "Company") has announced that Chris Davie has decided to step down as CEO of the Company in order to pursue other interests. The position will be filled by Yannis Banks.

Mr. Banks has been with Foundation Markets Inc. since 2007, a Toronto-based merchant bank focused on the natural resource sectors and one of the founders of Quia. Mr. Banks has been involved in financing and providing strategic advisory services to a number of early stage natural resource companies and evaluating and acquiring mineral projects in North and South America and Asia. Mr. Banks will continue to be Managing Director of Foundation Markets and CEO of Alpaca Resources. He also serves on the board of directors of Alpaca Resources, Lakeside Minerals, Caldera Geothermal and Arkose Energy, all of which are private companies. Mr. Banks was involved with Quia at the time of its founding and brings familiarity with the company's operations and personnel.

Mr Davie will remain on the Board of directors of the Company.

ITEM 5. Full Description of Material Change

See Schedule A attached.

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

Not applicable.

ITEM 7. Omitted Information

Not applicable.

ITEM 8. Executive Officer

The following officers of the company may be contacted for further information:

Yannis Banks President and CEO (416) 777-6169 ybanks@foundationmarkets.com	or	Andreas Curkovic Investor Relations (416) 577-9927
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ITEM 9. Date of Report

This report is dated this 4th day of April, 2011.

Schedule A



QUIA RESOURCES

Quia Resources Announces Management Changes

April 4, 2011: Toronto, Ontario - Quia Resources Inc. (TSX-V QIA) announces that Chris Davie has decided to step down as CEO of the Company in order to pursue other interests. The position will be filled by Yannis Banks.

Mr. Banks has been with Foundation Markets Inc. since 2007, a Toronto-based merchant bank focused on the natural resource sectors and one of the founders of Quia. Mr. Banks has been involved in financing and providing strategic advisory services to a number of early stage natural resource companies and evaluating and acquiring mineral projects in North and South America and Asia. Mr. Banks will continue to be Managing Director of Foundation Markets and CEO of Alpaca Resources. He also serves on the board of directors of Alpaca Resources, Lakeside Minerals, Caldera Geothermal and Arkose Energy, all of which are private companies. Mr. Banks was involved with Quia at the time of its founding and brings familiarity with the company's operations and personnel.

The Company would like to thank Mr Davie for his efforts and success in taking the company from private to public status and in progressing the Company's activities in Colombia. Work completed at the Company's 100% owned San Lucas properties includes surface sampling and mapping over a large part of the San Lucas properties. Drill targets have been delineated and the company is in the final stages of preparations to begin mobilizing a drill rig to the property.

Mr Davie will remain on the Board of directors of the company.

About Quia Resources Inc.

Quia Resources is an emerging gold explorer in Colombia that is exploring the San Lucas mountains, a remote region in northern Colombia that has a long history of artisanal gold production but has never before been systematically explored.

Forward-Looking Statements

This press release contains or refers to forward-looking information, including statements regarding exploration results, potential mineralization, exploration plans and timing of the commencement of drilling, and is based on current expectations that involve a number of business risks and uncertainties. Factors that could cause actual results to differ materially from any forward-looking statement include, but are not limited to, delays in obtaining or failures to obtain required governmental, environmental or other project approvals, political risks, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects and the other risks involved in the mineral exploration and development industry. Forward-looking statements are subject to significant risks and uncertainties, and other factors that could cause actual results to differ materially from expected results. Readers should not place undue reliance on forward-looking statements. These forward-looking statements are made as of the date hereof

and the Company assumes no responsibility to update them or revise them to reflect new events or circumstances other than as required by law.

For further information, please contact:

Quia Resources Inc.

Yannis Banks

President and CEO

(416) 777-6169

ybanks@foundationmarkets.com

Andreas Curkovic

Investor Relations

(416) 577-9927