

**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**

May 18, 2011.

**ITEM 3. Press Releases**

Press release in the form of Schedule A attached hereto was disseminated on May 18, 2011 via Marketwire news service.

**ITEM 4. Summary of Material Change**

Quia Resources Inc. (TSX-V QIA) has announced that two drill rigs have been mobilized to its San Lucas property in Colombia for the initial 5,000 metre diamond drilling program.

The first rig will start at the La Colina target (described as Target 1 in the press release of April 21, 2011). Recent soil assays along with a re-interpretation of the company's previous airborne geophysical survey have increased the areal extent of the La Colina target to 2,400 metres long by up to 500 metres wide, consisting of a gold-in-soil anomaly overlying the contact between gneissic rocks and a quartz diorite porphyry unit and which is coincident with uranium and thorium radiometric anomalies.

The second rig will start at the La Rueda target (described as Target 2 in the press release of April 21, 2011). The La Rueda target is a 3,000 metre long by up to 100 metre wide gold-in-soil anomaly overlying a granodioritic subvolcanic unit.

**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	or	Andreas Curkovic
Chief Executive Officer		Investor Relations
(416) 777-6169		(416) 577-9927
<a href="mailto:ybanks@foundationmarkets.com">ybanks@foundationmarkets.com</a>		

**ITEM 9. Date of Report**

This report is dated this 18<sup>th</sup> day of May, 2011.

## Schedule A



# QUIA RESOURCES

### Quia Resources Announces Drill Mobilization

**May 18th, 2011: Toronto, Ontario** - Quia Resources Inc. (TSX-V QIA) is pleased to announce that two drill rigs have been mobilized to its San Lucas property in Colombia for the initial 5,000 metre diamond drilling program.

The first rig will start at the La Colina target (described as Target 1 in the press release of April 21, 2011). Recent soil assays along with a re-interpretation of the company's previous airborne geophysical survey have increased the areal extent of the La Colina target to 2,400 metres long by up to 500 metres wide, consisting of a gold-in-soil anomaly overlying the contact between gneissic rocks and a quartz diorite porphyry unit and which is coincident with uranium and thorium radiometric anomalies.

The second rig will start at the La Rueda target (described as Target 2 in the press release of April 21, 2011). The La Rueda target is a 3,000 metre long by up to 100 metre wide gold-in-soil anomaly overlying a granodioritic subvolcanic unit.

Yannis Banks, Quia's CEO, said: "Starting the drill program is a major milestone for the Company. Drilling these first two targets will help guide us to further investigate and understand the broader mineralization that we believe exists."

#### **About Quia Resources Inc.**

Quia Resources is an emerging gold explorer that is exploring the San Lucas Orogenic Gold belt of Colombia, in particular its flagship San Lucas property. Quia's strategy is to focus on Colombia and the San Lucas region since it believes the country and region are geologically prospective and vastly underexplored.

Iain Kelso, P. Geo., is the Qualified Person for the information contained in this press release and is a Qualified Person within the terms defined by National Instrument 43-101.

#### **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.

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.

**For further information, please contact:**

**Quia Resources Inc.**

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