

## **MATERIAL CHANGE REPORT**

**Section 75 of the *Securities Act* (Ontario)  
Section 85 of the *Securities Act* (British Columbia)  
Section 118 of the *Securities Act* (Alberta)**

### **Item 1. Reporting Issuer**

TEREX RESOURCES INC. (formerly, ZENDA CAPITAL CORP.)  
120 Adelaide Street West  
Suite 512  
Toronto, Ontario M5H 1T1

Telephone: (416) 360-4137  
Facsimile: (416) 361-1333

### **Item 2. Date of Material Change**

April 11, 2005

### **Item 3. Press Release**

April 11, 2005

### **Item 4. Summary of Material Change**

The Company issued 800,000 common shares and 800,000 warrants pursuant to a private placement. The warrants are exercisable to acquire one additional common share at a price of \$0.15 per share and will be valid for 18 months from the date of their issuance.

### **Item 5. Full Description of Material Change**

The Company issued 800,000 common shares and 800,000 warrants pursuant to a private placement. The warrants are exercisable to acquire one additional common share at a price of \$0.15 per share and will be valid for 18 months from the date of their issuance.

See also attached press release.

### **Item 6. Reasons for Confidentiality**

N/A

### **Item 7. Omitted Information**

N/A

**Item 8.Senior Officer**

Inquiries in respect of the material change referred to herein may be made to:

Charlotte May  
Secretary  
TEREX RESOURCES INC.  
120 Adelaide Street West  
Suite 512  
Toronto, Ontario M5H 1T1

Telephone: (416) 360-4137  
Facsimile: (416) 361-1333

**Item 9.Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

**DATED** at Toronto, Ontario as of the 21st day of April, 2005.

*“Charlotte May”*

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**Charlotte May, Secretary  
Terex Resources Inc.**

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## **TEREX RESOURCES INC.**

**120 Adelaide St. W, Suite 512, Toronto, Ont. M5H 1T1  
Tel: 416-364-6957 Fax: 416-364-5400 Email: [hawke@vianet.ca](mailto:hawke@vianet.ca)**

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### **TEREX ANNOUNCES INTERIM CLOSING AND EXTENSION TO PRIVATE PLACEMENT**

#### **April 11, 2005 - Toronto, ON**

Terex Resources Inc. (TRR-TSXV; “**Terex**” or the “**Company**”) announces that it has completed an interim closing of its non-brokered private placement of up to 3,500,000 Units at a price of \$0.10 per Unit for gross proceeds of \$80,000. Each Unit consists of one common share and one common share purchase warrant. Each warrant can be exercised to acquire one additional common share at a price of \$0.15 per share for a period of 24 months from the date of issuance. The common shares and warrants are subject to a hold period of four months.

The net proceeds from the private placement will be used for general working capital purposes.

The Company also announces that it is extending its private placement for an additional 30 days. The private placement was originally announced on February 18, 2005 and will now continue until May 11, 2005, subject to regulatory approval.

For further information contact:

Wayne J. O’Connor, Chairman

416-364-6957 or

Don Hawke, President

705-385-0465

Shares issued: 38,524,622

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The TSX Venture Exchange has neither approved nor disapproved of the information contained herein.

Statements in this press release regarding the Company’s business which are not historical facts are "forward-looking statements" that involve risks and uncertainties, such as estimates and statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results in each case could differ materially from those currently anticipated in such statements.

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