MATERIAL CHANGE REPORT

FORM 51-102F3

Item 1. Name and Address of Company

ALLIED NORTHERN RESOURCES LTD.
(the "Company")
133 Avenue Road, 3rd Floor
Toronto, Ontario M5R 2H7

Telephone: (416) 922-5111
Facsimile: (416) 922-6290

Item 2. Date of Material Change

July 10, 2008

Item 3. News Release

July 10, 2008

Item 4. Summary of Material Change

The Company completed a non-brokered private placement of 4,387,096 Common Shares of the Company at a price of $0.155 per share for gross proceeds of $680,000.27. The funds are to be used by the Company for working capital purposes.

Harvey Eisen resigned as a director of the Company. The Board of Directors appointed David Raymond as a director to fill the vacancy caused by Mr. Eisen's resignation.

Stanley Mourin resigned as President and CEO of the Company, and David Raymond was appointed the new President and CEO of the Company.

Item 5. Full Description of Material Change

The Company completed a non-brokered private placement of 4,387,096 Common Shares of the Company at a price of $0.155 per share for gross proceeds of $680,000.27. The funds are to be used by the Company for working capital purposes.

Harvey Eisen resigned as a director of the Company. The Board of Directors appointed David Raymond as a director to fill the vacancy caused by Mr. Eisen's resignation.

Stanley Mourin resigned as President and CEO of the Company, and David Raymond was appointed the new President and CEO of the Company.

The offering described herein was approved by the Board of Directors of the Company on July 7, 2008.

All the securities issued in connection with the private placement will bear a resale restriction preventing such securities from being resold for four months and one day from closing. The Company currently has 7,654,434 common shares outstanding. Please also see the attached press release.

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

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

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

Stanley Mourin, Director
Allied Northern Resources Ltd.
133 Avenue, 3rd Floor
Toronto, Ontario M5R 2H7

Tel: (416) 922-5111
Fax: (416) 922-6290

Item 9. Date of Report

July 14, 2008

"David Raymond"

David Raymond, President
Allied Northern Resources Ltd.

ALLIED NORTHERN RESOURCES LTD.

133 Avenue Road, 3rd Floor, Toronto, Ontario, M5R 2H7

PRESS RELEASE

July 10, 2008--Allied Northern Resources Ltd. (the "Company") is pleased to announce that it has completed a non-brokered private placement of 4,387,096 Common Shares in the capital of the Company for gross proceeds of $680,000.27. The funds are to be used by the Company to pay for restructuring costs and for working capital purposes.

All of the subscribers of the Common Shares were arm's length parties to the Company. The offering described herein was approved by the Board of Directors of the Company on July 7, 2008.

The Company also announces that Harvey Eisen has resigned as a director of the Company. The Company would like to thank Mr. Eisen for his dedicated service to the Company. The board of directors of the Company has appointed David Raymond to fill the vacancy caused by Mr. Eisen's resignation.

The Company also announces that Stanley Mourin is stepping down as president and CEO of the Company. The Board of Directors is pleased to announce the appointment of David Raymond as President and CEO of the Company. Mr. Raymond has over 20 years expertise in building new companies and creating effective change in established companies in the Leasing, Retail Sales and Wholesale of Canadian goods globally. Since 1997, Mr. Raymond has been the president of the Raymond Group of Companies in which position was responsible for effectively managing a complex and diverse staff of 80 and driving sales of $49 million worldwide.

All the securities issued in connection with the private placement will bear a resale restriction preventing such securities from being resold for four months and one day from closing. The Company currently has 7,654,434 common shares outstanding.

For more information, please contact:
Stanley Mourin, Director
Tel: (416) 922-5111
Fax: (416) 922-6290