

Form 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL”.

Item 1. Name and Address of Company

Aldever Resources Inc. (the “Company”)
2200 HSBC Building,
885 West Georgia Street
Vancouver, B.C.
V6C 2E8

Item 2. Date of Material Change

February 15, 2017

Item 3. News Release

The news release was disseminated through TSX, BC Securities Commission, Alberta Securities Commission, Stockwatch and Market News.

Item 4. Summary of Material Change

Aldever Resources Inc. (ALD—TSXV) (ALDVF—OTCQB) (17G1—Frankfurt) is pleased to announce that it has closed the first tranche of its non-brokered private placement on February 15, 2017, initially announced February 8, 2017.

Item 5. Full Description of Material Change

Aldever Resources Inc. (ALD—TSXV) (ALDVF—OTCQB) (17G1—Frankfurt) is pleased to announce that it has closed the first tranche of its non-brokered private placement on February 15, 2017, initially announced February 8, 2017.

The Company raised \$341,600 through the sale of 4,270,000 units at a price of \$0.08 per unit. Both flow and non-flow through shares will be issued through this offering. Each unit sold with a flow through share will contain one (1) flow through common share and one-half (1/2) transferrable share purchase warrant. Each unit sold with one flow through share will contain one (1) non-flow through common share and one (1) transferrable share purchase warrant. Each whole share purchase warrant will be exercisable at a price of \$0.12 for 36 months from the date of closing.

Finder's fees of 10% cash equivalent to \$29,160, 5% warrants equivalent to 132,438, and 5% common shares equivalent to 182,250 are payable to EMD Financial Inc.

All securities issued in connection with the offering will be subject to a statutory hold period of four months plus a day from the date of issuance, in accordance with applicable securities legislation.

Proceeds from the offering will be used to finance exploration programs on the Company's properties and for general working capital purposes.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Clive Massey, President & C.E.O.
Phone: (604) 622-1199

Item 9. Date of Report

Dated at Vancouver this 16th day of February, 2017.

By: Aldever Resources Inc.

"Clive Massey"

Clive Massey, President and CEO