

**BC FORM 51-102F3
SECURITIES ACT**

MATERIAL CHANGE REPORT

1. **Name and Address of Company:** Adroit Resources Inc.
2. **Date of Material Change:** 17th February, 2009.
3. **News Release:**

 A news release dated 17th February, 2009 to Stockwatch and Market News.
4. **Summary of Material Change:**

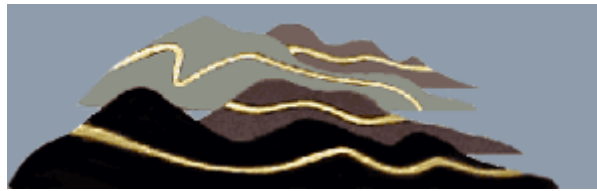
 Please see the attached news release.
5. **Full Description of Material Change:** See attached news release dated 17th February, 2009.
6. **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:** N/A
7. **Omitted Information:** Nil
8. **Executive Officer:**

 Graeme Rowland, Chairman and President
9. **Date of Report:**

Dated at Vancouver, British Columbia this 17th February, 2009.

(signed "Graeme Rowland")

Graeme Rowland
Chairman & President



ADROIT RESOURCES INC.

(TSXV: ADT & FSE: A7V)

News Release: Red Vein Soil Results and Expropriation Compensation Trial Completion

Dated: February 17th, 2009

Red Vein Property Soil Results

Management is pleased to announce that the preliminary results have been received from two phases of soil geochemical surveys on Adroit Resources Inc.'s wholly owned, 3,392 Ha, Red Vein property, located 80 kilometres south of Timmins, Ontario.

Reconnaissance Mobile Metal Ions (MMI) soil sampling was carried out during the 2008 summer exploration season on two different areas of the Red Vein property. The survey areas are located approximately 10km south-east of the former Tyranite Gold Mine and 8 km south of the Sothman nickel deposit (see News Release of October 6, 2008).

The total surface area covered with soil sampling represents about 105 hectares. The tested parts of the property are underlain by a north-east striking, steeply north-west dipping, succession of Archean felsic to mafic meta-volcanics, with lesser meta-sedimentary rock and mafic to ultra-mafic intrusive. A total of 1,373 samples were taken at intervals of 12.5 m to 25 m with line spacings of 100m to 150m. Analysis for 7 base-metal elements was performed by SGS Minerals Laboratories in Toronto, Ontario. The response ratios, (the number times background for each geochemical element), for the base metal elements were then calculated. Interpretation of the MMI soil survey data indicates four distinct geochemical anomalies (A, B, C, D). Each of these anomalies, in turn, shows multiple, highly anomalous, response ratios. Additionally, anomaly A, C and D correspond to separate airborne electromagnetic anomalies (OGS survey, 1989).

- Anomaly A is 1 km long by 300 m wide and has a response ratio greater than 200 times the background for copper and over 50 times the background for nickel and zinc.
- Anomaly B is 250 m long by 150 m wide and has a response greater than 400 times the background for gold and over 175 times the background for copper and zinc.
- Anomaly C and D are both 200 m long by 100 m wide and have a response greater than 150 times the background for copper and over 75 times the background for zinc.

All of the four anomalies are covered by different thickness of overburden with no rock outcropping on surface. Adroit will aggressively explore the Red Vein property in 2009 with ground geophysical (induced polarization, "IP") surveys over the MMI anomalous areas and plans to drill test the possibly overlapping IP and MMI anomalies. The Company cautions that the strength of MMI geochemistry is not a reliable indicator of mineralization nor can it be used to determine grade.

Adroit's exploration efforts for Red Vein are focused on the VMS potential of the property. Random grab sampling of five historical Cu showings (trenches) aligned along a discontinuously outcropping quartz vein returned local copper highs of respectively 1.8, 2.5, 2.6, 4.7 and 10.4 % Cu. The vein trends east-west, varies in width between 0.8 and 5.0m and has been discontinuously recognized over a 2.3km length. The five sampled showings are in five separate regularly spaced locations along the entire recognized length of the vein. Anomalous gold values (up to 0.13g/t) are also associated with these copper values.

The Abitibi Greenstone Belt is one of the largest, best preserved, and most economically productive Archean greenstone belts in the world, in addition to hosting a significant proportion of Canada's mineral resources. Adroit's 100% owned Red Vein VMS property covers a total area of 3,392 ha and totals 212 contiguous claim units. There are numerous historical copper showings on the property and gold showings abound in the surrounding area.

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The property consists of metavolcanics and metasediments, comprised of an upper volcanic sequence consisting of mafic to intermediate to felsic flows and pyroclastics, with the lower sequence consisting of mainly mafic flows. These sequences are separated by several large northwest trending faults.

Guy Franceschi, Economic Geologist and a Director of Adroit Resources Inc. has verified and approved the geological information contained within this news release. Mr. Franceschi satisfies the requirements of a Qualified Person as defined in the National Instrument 43-101 (Standards of Disclosure for Mineral Projects).

Expropriation Compensation Trial Completion

Management is pleased to announce that the Expropriation Compensation Trial in the Supreme Court of British Columbia, commenced as scheduled on January 12th, 2009 with the Honourable Mr Justice Cullen presiding and was completed on February 5th, 2009. Judgement has been reserved.

Expropriation Claim History. In July 1995, the Provincial Government of British Columbia, expropriated from the Company (then known as Lumby Resources Inc. and later Rock Resources Inc.), certain mineral claims located in the Slocan Mining Division. The expropriation of the Amber claims was carried out as part of the creation of the Goat Range Park. The Company subsequently sought compensation for such expropriation through the courts. On June 5th, 2003, the Company obtained a judgment in its favour from the British Columbia Court of Appeal. The Court of Appeal ordered that the amount of compensation payable to the Company be determined by the Expropriation Compensation Board of British Columbia. The British Columbia Government subsequently applied for leave to appeal to the Supreme Court of Canada to have the Court of Appeal's ruling overturned. The Supreme Court of Canada dismissed the Government's application for leave to appeal on April 8th, 2004. The Company subsequently commenced negotiations with the B.C. Government for a monetary settlement, but has not, to date, received an acceptable offer from the Government.

In the interim, the Province of British Columbia has amended expropriation legislation, abolishing the Expropriation Board and providing that expropriation proceedings are to be dealt with before the Supreme Court of British Columbia.

As announced in the Company's April 6th, 2006 news release, the Company's board decided that a fresh approach was warranted to obtain compensation by the Government of British Columbia. The Company therefore instructed its corporate counsel, Holmes & King, to assume conduct of the file to pursue the quantum claim.

The Company's amended pleadings in the Supreme Court of British Columbia set out details of its claims, including claims for compensation for loss of value of the Company's Amber Claims, damages for disturbance and interference with the Company's business, damages for compulsory taking, damages for expenses incurred and thrown away as a result of the expropriation, damages for loss of opportunity, profits, goodwill and reputation, and consequential, aggravated and punitive damages, interest and costs.

While further litigation was not management's preferred course, it felt compelled and committed to proceed in order to obtain fair redress and a final resolution on behalf of all shareholders.

Further details of the Company's expropriation claim against the Government are on the Company's web site www.adroitresources.ca.

Incentive Stock Options: The Company has granted Incentive Stock Options to directors, officers and employees exercisable to purchase up to an aggregate of 1,945,000 shares for \$0.10 per share until May 31st, 2012. The options are non-transferable. Any share issued to "associated consultants" (as that term is defined in B.C. Instrument 45-105) pursuant to the exercise of options held by them will be subject to a four month hold period commencing on the date of grant of the options. Shares issued to other optionees on the exercise of such options will not be subject to a hold period. The grant of options is subject to acceptance by the TSX Venture Exchange.

President's Comments. Graeme Rowland, President, said; "I am pleased with our soil sampling results on our Red Vein property and look forward to carrying out further exploration on this exciting property. I am also delighted that the Expropriation Compensation Trial has now been completed and thank Holmes & King for all their much appreciated hard work on behalf of the Company and its shareholders."

Adroit Resources is a mineral exploration company that is currently exploring for Gold, Silver and Antimony in Central Italy and diamonds, precious and base metals in the Temagami and Bancroft areas of Ontario, Canada and oil and gas in Texas, USA. In addition, Adroit is seeking new precious and base metal projects and oil and gas prospects to add to its expanding portfolio. The Company's issued and outstanding share capital is 49,596,537 common shares.

On behalf of the Board of Directors

Graeme Rowland

Chairman and President

Adroit Resources Inc.

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Note: The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

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