BC FORM 51-102F3
SECURITIES ACT

MATERIAL CHANGE REPORT

1. Name and Address of Company: Adroit Resources Inc.

2. Date of Material Change: September 28th, 2010.

3. News Release:

A news release dated September 28th, 2010 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 September 28th, 2010.

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 September 28th, 2010.

(signed "Graeme Rowland")

Graeme Rowland
Chairman & President

ADROIT RESOURCES INC.

(TSXV: ADT & FSE: A7V)

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September 28TH, 2010

News Release: **EXPROPRIATION CASE: SUPREME COURT APPLICATION FOR LEAVE TO APPEAL SERVED AND FILED**

Management reports that on September 22, 2010 the Company served and filed an application for leave to appeal to the Supreme Court of Canada from the decision pronounced June 29, 2010 by the British Columbia Court of Appeal concerning the award of compensation to the Company arising from the Government of British Columbia having expropriated the Company's Amber Claims in 1995. If leave to appeal is granted, the Company intends to seek a judgment that increases the award for compensation made by the British Columbia Court of Appeal.

In a judgment handed down on June 29, 2010, the British Columbia Court of Appeal allowed the Government's appeal in part, reducing the award made in the Company's favor by the trial court. The court also dismissed the Company's cross-appeal and awarded the Government costs of the appeal and cross-appeal. See Company's June 30, 2010 news release for details of the Court of Appeal's decision.

The Company has also applied to the British Columbia Court of Appeal for reconsideration of its decision. The Company's application was filed July 20, 2010 and seeks an order remitting the assessment of consequential damages to the trial court and for an increase in the interest award to reflect market rates of interest. The Government has responded to that and resists the application. No decision from the court has yet been pronounced on the application.

These appeal proceedings relate back to the compensation awarded to the Company by the Supreme Court of British Columbia on June 24, 2009. See the Company's June 25, 2009 news release for further details. On July 30, 2009, the Company reported that the Government of British Columbia had filed a Notice of Appeal of that decision. See the Company's July 30, 2009 news release for further details. The Company subsequently protested that the Notice of Appeal was served late, with the result that the Government was required to apply to the British Columbia Court of Appeal for an Order extending the time for serving the Notice of Appeal.

On November 10, 2009 the Company reported that the Court of Appeal had granted the Government's application for an extension of time, but provided that the Government was obliged to pay $650,000 to the Company within 7 days in order to stay proceedings on the trial court judgment. Management was pleased to report that following on the court's direction to the Government, the Company received the required C$650,000 payment from the government.

The Company estimates the total value of the compensation originally awarded by the Supreme Court for the expropriation of the "Amber" mineral claims to be well in excess of $1,400,000 with costs and interest. The Government appealed the trial court decision so as to reduce the award. The Company vigorously opposed the Government's appeal and filed its Cross-Appeal Factum seeking to increase the award.

Further information concerning the judgment pronounced by the trial court in the Company's favour is set out in the Company's news release dated June 25, 2009 and the receipt of the Government's Notice of Appeal in the Company's news release of July 30, July 2009.

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

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 61,678,174 common shares rising to 68,847,507 on the issue of shares in respect of the private placement and loan conversion mentioned in our news release dated September 20th, 2010.

On behalf of the Board of Directors

Graeme Rowland

Chairman and President

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