



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

MATERIAL CHANGE REPORT

1. **Name and Address of Company:** Adroit Resources Inc.
2. **Date of Material Change:** January 31st, 2011
3. **News Release:**
A news release dated January 31st, 2011 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 January 31st, 2011.
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 January 31st, 2011.

(signed "Graeme Rowland")

Graeme Rowland
Chairman & President

ADROIT RESOURCES INC.
(TSXV: ADT & FSE : A7V)
News Release - January 31st, 2011

DRILLING PROGRESS, SECOND DRILL ON SITE, on ADROIT RESOURCES INC.'S RED VEIN VOLCANOGENIC MASSIVE SULPHIDE (VMS) PROPERTY

Vancouver, Canada, January 31st, 2011. Adroit Resources Inc. (TSXV: ADT & FSE: A7V) Drilling Progress, Second Drill on Site. Management is pleased to announce that the initial 2,000 meter drill programme has been increased to 3,000 meters by awarding a 1,000 meter contract to Laframboise Drilling Inc. to drill the extra 1,000 meters.

The Laframboise drill is on site and drilling has commenced on a combined MMI/IP target on Zone B of the Grassy Lake portion of the Red Vein Property. Concurrently, the Levert drill is continuing to drill combined MMI/IP targets on Zone A of the Grassy Lake portion of the Red Vein Property. The Company's January 17, 2011 news release refers.

The Company is continuing to drill Zones A and F with the Levert drill as planned and zones B and C with the Laframboise drill. Following success on Zones A, B, C and F, the Company plans to drill Zones D and E.

The Red Vein 5,936 Ha property is located within the southern part of the Abitibi greenstone belt in the Shining Tree area of northern Ontario and is highly prospective for Copper, Zinc and Gold. The Company's news releases dated December 6 and 20, 2010 refer.

The area has long been an area of intense interest, located in the heart of the exploration triangle of the three large Ontario mining camps of Timmins, (80 km due North), Sudbury, (150 km due South), and Kirkland Lake (75 km Northeast). There are 30 VMS deposits over 200,000 tonnes of massive sulphides within 200Km of the Red Vein property including Kidd Creek in Timmins of 147,880,000 tonnes grading at 2.31% copper, 6.18% zinc and 87 g/t silver and the Horne, H&G Orebodies in Noranda of 53,700,000 tonnes grading at 2.2% copper and 6.10 g/t gold. There are numerous historical copper showings on the property and gold showings abound in the surrounding area. The property is located approximately 10 km south-east of the former Tyranite Gold Mine and 8 km south of the Sothman nickel deposit (see News Release of October 6, 2008).

Doctor Mehmet Taner, Eng., Ph.D. has verified and approved the geological information contained within this news release. Dr. Taner satisfies the requirements of a Qualified Person as defined in the National Instrument 43-101 (Standards of Disclosure for Mineral Projects).

Contd./2..

Adroit Resources Inc. 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 Timmins/Shining Tree/Temagami/Cobalt and Bancroft areas of Ontario, Canada. In addition, Adroit is seeking new precious and base metal projects to add to its expanding portfolio. The Company's issued and outstanding share capital is 97,970,049.

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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