Exploring and Developing
Mining Properties Worldwide
TSX.V: ADT FSE: A7V

BC FORM 51-102F3
SECURITIES ACT

MATERIAL CHANGE REPORT

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

2. Date of Material Change: November 19th, 2012.

3. News Release:

A news release dated November 19th, 2012 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 November 19th, 2012.

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 November 19th, 2012.
(signed "Graeme Rowland")

Graeme Rowland
Chairman & President

News Release – November 19th, 2012
ADROIT RESOURCES INC.'S ACQUISITION 266 CLAIM UNITS CONTIGUOUS WITH NURSEY LAKE PROPERTY, SOUTH TIMMINS MINING CAMP, ONTARIO and POST ANNUAL GENERAL MEETING CORPORATE UPDATE

Vancouver, Canada, November 19th, 2012. **Adroit Resources Inc.'s Acquisition 266 Claim Units Contiguous with Nursey Lake Property, South Timmins Mining Camp, Ontario and Post Annual General Meeting Corporate Update.** Management is pleased to report that it has entered into agreements to purchase a 100% interest in 266 claim units, in two separate transactions. The new units extend Adroit's Nursey Lake Property by 4,256 hectares, greatly expanding the Company's land position in the South Timmins mining camp, Ontario. If accepted, this will add to the Company's large and highly prospective, strategic land package along the Larder Lake fault between the Young Davidson Mine and the Côté Lake deposit, which is currently estimated to have 3.56 million indicated gold ounces (IAMGOLD, News Release 4th October 2012).

The acquisition increases the Nursey Lake Property to 1,168 units (18,688 Ha). This property is approximately 3km west of SGX's Edelston Gold Zone, where 57.4 g/tonne gold over 3.3 meters and 1.42 g/tonne gold over 54 meters were recently intersected. (SGX Resources, Press Release 19th September 2012). The Edleston Zone has been traced in a northeast, southwest trend for over one kilometre so far.

Graeme Rowland, President and Chairman, stated: 'We are very pleased that we have been able to further extend our land package in the South Timmins mining camp. The proximity of SGX Resources Edelston Gold Zone and their exceptional results points to the clear potential of this area.'

The acquisition involves two transactions. 212 units (3,392 Ha) in the English and Barlett townships have been acquired for a consideration of 600,000 common shares in the Company and a further 54 units (864 Ha), in the English township, were acquired for a consideration of 150,000 common shares in the Company. Both transactions are subject to a four month trading hold period and to the transaction being accepted by the TSX Venture Exchange.

Dr Mark Fedikow, VP Exploration, stated: "Recent developments in the area continue to support our view that this is a very prospective area for major gold discoveries, so I look forward to planning and implementing exploration of this property."

Dr. Mark Fedikow, PhD., P.Eng, PGeo C.P.G, a Qualified Person under the guidelines of National Instrument 43-101, has reviewed and approved the geological information contained in this news release.

Corporate Update: Management is pleased to report that the Company's Annual General Meeting (AGM) took place on Friday November 16, 2012 and a record number of eligible shares, in excess of 30 million, were voted and in excess of 99% were voted for all motions.

The Board of Directors now consists of five directors; Graeme Rowland, Chairman, President and CEO, Mark Fedikow, Vice President Exploration, Catherine Feore, Vice President Marketing, Dave Hutcheson, Non executive Director and Audit Committee Chairman and Johan Juntorp, Non executive Director and Audit Committee member.

Graeme Rowland, President and Chairman, stated: 'I am delighted with the AGM turnout and much appreciate the strong level of support given in these tough times by our shareholders. The management team will continue to devote its efforts to increasing shareholders value by developing the Company's extensive and already valuable assets. I welcome Johan Juntorp, our long time supporter from Sweden, to the board of directors and his presence will bring us even closer to our Swedish investors.'

Incentive Options: 3,180,000 incentive options in the Company have been cancelled due to expiry or holders ineligibility.

Adroit Resources Inc. is a mineral exploration company currently exploring for Gold, Silver and the strategic metal Antimony in Central Italy and diamonds, precious and base metals in the Timmins South/Shinning Tree/Temagami/Cobalt and Bancroft areas of Ontario, Canada. The number of issued and outstanding shares of the Company following the acquisition closings, will be 159,457,209.

On behalf of the Board of Directors,

Graeme Rowland

Chairman and President

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