ADROIT RESOURCES

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:** October 9th, 2013.

**3. News Release:**

A news release dated October 9th, 2013 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 October 9th, 2013.

**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 October 9th, 2013.
*(signed "Graeme Rowland")*

Graeme Rowland
Chairman & President

**News Release – October 9, 2013**
**APPOINTMENT OF ETERNUS CAPITAL FOR FUTURE FINANCING, RESIGNATION OF CFO AND NEW CFO**

**Vancouver, Canada, October 9th, 2013. Appointments**. Management is pleased to report that Adroit has appointed Eternus Capital Consultancy Private Limited (Eternus) of New Delhi to act as corporate adviser to the Company, effect under a mandate dated October 7, 2013, for a duration of 180 days, to raise up to C$3,000,000 for Adroit's exploration projects and general corporate purposes. Adroit has agreed to pay a success fee of 8% of funds raised for Adroit by Eternus in cash and/or in shares plus pay a contribution to Eternus' due diligence expenses against vouchers of up to CS5,000 provided Eternus raises a minimum of C$750,000 for Adroit.

Provided Eternus raises a minimum of C$2,000,000 within the duration of their 180 day mandate, Adroit will grant to Eternus a 30 day exclusivity period for each round of fund raising undertaken by Adroit with 24 months of the signing of the mandate up to a total of C$20,000,000.

Eternus will be entitled to an 8% success fee if any introduction by Eturnus invests in Adroit within a 24 month period of the termination of the mandate and if any introduction re-invests within a 36 month period commencing from the date of the first definitive investment agreement.

All funding arranged by Eternus for Adroit, and payment of the related success fee, will be subject to acceptance of required filings by the TSX Venture Exchange (TSXV).

The mandate is non-exclusive from all jurisdictions other than India for the 180 day mandate period and non-exclusive thereafter.

Eternus is a leading independent investment bank in India owned by its managing director, Mr Rohit Kakkar. Eternus is focused on providing financial advice on mergers and acquisitions and fund raising to corporations in the sectors of metals and mining, oil and gas and the entire spectrum of the energy industry.

Mr Rohit Kakkar is the founder of Eternus. He is a veteran in the mining and resource space and in his capacity he promotes Indo –African investments. He is in charge of formulating group strategies and exploring new geographies to increase the Eternus's footprint across different market segments and expand its bouquet of offerings. Under his leadership, Eternus has dramatically scaled up its operations maintaining a culture of strong innovation. Mr. Rohit Kakkar has an MBA from Narsee Monjee Institute of Management Studies.

**Board of Directors**: Mr Rohit Kakkar resigned from the board effective October 3, 2013 and the board of directors thank Mr Kakkar for his much appreciated efforts on behalf of Adroit during the period he served in this appointment.

**Officers**: Mr Kakkar resigned as Chief Financial Officer (CFO) effective October 3, 2013 and the board of directors thank him for his timely assistance as CFO to keep Adroit in compliance during the difficult market conditions. He is immediately replaced as CFO by Mr Scott Davis. Mr Davis is a partner of Cross Davis & Company LLP Certified General Accountants, a firm focused on providing accounting and management services for publicly-listed companies.

**Adroit Resources Inc.** is a mineral exploration company that is currently exploring for antimony, gold and silver in Central Italy and precious and base metals in the Timmins, South/Shining Tree/Temagami/Cobalt and Bancroft areas of Ontario, Canada. The Company currently has 159,957,209 shares issued and outstanding. On completion of this private placement, the Company's issued and outstanding shares will be up to 209,957,209.

On behalf of the Board of Directors,

Graeme Rowland

Chairman and President

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