

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Adroit Resources Inc.
510 – 580 Hornby Street
Vancouver, BC V6C 3B6

Item 2 **Date of Material Change**

October 22, 2015

Item 3 **News Release**

The news release dated October 22, 2015 was issued in Vancouver, B.C., and disseminated through Market News and Stockwatch.

Item 4 **Summary of Material Change**

Vancouver, B.C., October 22, 2015 – Adroit Resources Inc. (TSX-V: ADT) (the “Issuer”) announces the acquisition of mineral properties in Quebec from Skyworld Holdings Limited.

Item 5 **Full Description of Material Change**

Further to news release dated October 22, 2015, the Issuer announced the acquisition of mineral properties in Quebec from Skyworld Holdings Limited. The terms of the acquisition include:

- Skyworld will receive \$15,000 upon signing of a Definitive Agreement;
- Skyworld will receive \$10,000 each year for three years for a total of \$30,000 starting in the year following the year of the initial \$15,000 payment and the signing of the definitive agreement;
- Adroit will issue 400,000 post consolidated shares to Skyworld upon the closing of the transaction;
- Adroit will issue 500,000 additional shares per year each year for three years for a total of 1,500,000 shares, starting in the year following the year after the closing of the transaction.

A finder’s fee will be paid in post consolidated shares to an arm’s length third party in connection with this transaction.

As previously announced, Adroit will be undertaking a share consolidation of 10 for 1 (see news release of October 16, 2015).

Skyworld is a private Ontario based company controlled by Ms. Lynn Norris.

The Carheil property being acquired from Skyworld encompasses approximately 5,400 acres, 100% owned contiguously, subject to a 3% NSR. The property is located approx. 280km

NNW of Val-d'Or, Quebec and approx. 20km east of BHP Billiton Ltd's past producing Selbai Zinc mine. Part of the property (360 acres) was formerly explored by Noranda Exploration Co. Ltd. (Noranda), including a geophysical survey in August 1975.

A historical, non-43-101 compliant, geophysical survey report was filed with Quebec Ministry of Natural Resources, report number GM: 31366. The historical data therein was obtained by previous operators. Adroit has not completed the work necessary to verify the results and is not treating the results as 43-101 compliant. The property will require considerably further evaluation which Adroit intends to carry out in due course.

The acquisition will be subject to approval of the TSX Venture Exchange.

Mr. Johan Grandin states "The acquisition of the Carheil properties in Quebec fits very well with Adroit's present properties in Cobalt and in Ontario. The potential for mineral properties in these areas are very prospective.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No information has been omitted from this report on the basis that it is confidential information.

Item 8 Executive Officer

Johan Grandin, Chief Executive Officer

Tel: (604) 351-7826

Item 9 Date of Report

This report is dated as of the 22nd day of October, 2015.