

This is the form of material change report required under Section 85(1) of the Securities Act.

Form 51-102F3
Material Change Report

Item 1. Reporting Issuer

ALMA RESOURCES LTD.
507 – 700 West Pender Street
Vancouver, BC V6C 1G8
Telephone: (604) 669-9788

Item 2. Date of Material Change

August 17, 2006

Item 3. Press Release

Issued on August 17, 2006, at Vancouver, British Columbia, Canada and disseminated through Canada News Wire.

Item 4. Summary of Material Change

The Company announced that it has granted 150,000 stock options to an officer of the Company, exercisable for a period of five years, at a price of \$0.70 per share.

Item 5. Full Description of Material Change

See attached press release.

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

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Marc Levy
Director
(604) 669-9788 ext. 105

Item 9. Date of Report

August 29, 2006

ALMA RESOURCES LTD.

Suite 507 – 700 West Pender Street

Vancouver, B.C. CANADA V6C 1G8

Telephone: (604) 669-9788

Facsimile: (604) 669-9768

PRESS RELEASE

Alma Resources Grants Options

August 17, 2006

FOR IMMEDIATE RELEASE

Alma Resources Ltd. (TSX-V/NEX: ALV.H) ("Alma" or "the Company") wishes to announce that it has granted 150,000 stock options to an officer of the Company, exercisable for a period of five years, at a price of \$0.70 per share.

About Alma Resources Ltd.

Alma has acquired Promotora Minera Dialex S.A. de C.V., a private Mexican company that holds, or has rights to acquire, a portfolio of 13 highly prospective silver, gold, base metal (Cu, Zn) and iron mineral properties in Sinaloa state, Mexico. Alma is committed to acquiring and developing proven, undeveloped mineral projects in Latin America and the acquisition of Dialex represents its first acquisition in this region.

ON BEHALF OF THE BOARD OF DIRECTORS,

(signed) "*Marc Levy*"

Marc Levy
Director

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this Press Release, which has been prepared by management.