Alhambra Resources Ltd.
330, 700 6th Avenue SW
Calgary, Alberta T2P 0T8

ALBERTA SECURITIES COMMISSION
4th Floor, 300 - 5th Avenue S.W.
Calgary, Alberta
T2P 3C4

Attention: Executive Director

BRITISH COLUMBIA SECURITIES COMMISSION
P.O. Box 10142 Pacific Centre
701 West Georgia Street
Vancouver, B.C.
V7Y 1L2

Attention: Director of Filings

TSX VENTURE EXCHANGE
10th Floor, 300 - 5th Avenue S.W.
Calgary, Alberta, T2P 3C4

Attention: Director of Filings

Dear Sirs:

Re: Alhambra Resources Ltd.
Material Change Report

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Alhambra Resources Ltd. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 51-102F3 of National Instrument 51-102. Concurrent with this filing, this letter is being filed with the TSX Venture Exchange, being the only Exchange on which the Corporation's shares are currently listed.

Item 1 - Name and Address of Company

Alhambra Resources Ltd.
330, 700 6th Avenue SW
Calgary, Alberta T2P 0T8
Telephone: (403) 228-2855
Facsimile: (403) 228-2865

Item 2 - Date of Material Change

The material changes occurred on or about September 9, 2005.

Item 3 - News Release

A News Release was issued on September 9, 2005 via CCN Matthews.

Item 4 - Summary of Material Changes

ALHAMBRA EXTENDS ZONE OF GOLD MINERALIZATION AT UZBOY WEST ZONE

Item 5 - Full Description of Material Change

Calgary, Alberta - Alhambra Resources Ltd. (TSX Venture "ALH") is pleased to provide preliminary results on 8 additional diamond drill holes completed on the Uzboy gold project located in north central Kazakhstan. The results presented in the table below are based on atomic absorption analysis. Fire assaying of samples from within the mineralized intervals will also be completed. Highlights are as follows:

> Diamond drill hole 37-9 intersected two significant zones of gold mineralization. This hole intersected the down dip extension of the mineralization intersected in DDH 37-8 (see July 26th, 2005 news release) and has also intersected the zone of gold mineralization (see news release dated June 27, 2005) in the lower portion of drill hole 96-17. Additional sampling is required to determine the widths of the two mineralized intervals in this hole.
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> Diamond drill hole 33-8 located 40 metres northeast of Section 37, intersected two significant zones of gold mineralization. This mineralization is the interpreted extension of the gold mineralization intersected in DDH 37-8 and DDH 37-9. Additional sampling is required to determine the width of the lower mineralized interval in this hole.
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> Diamond drill hole 45-2 located 80 metres southwest of Section 37 intersected the interpreted extension of the gold mineralization intersected in DDH 37-5. Additional sampling is required to determine the width of the mineralized interval intersected in this hole.
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> During the month of August estimated gold precipitation was 76,900 grams (2,450 troy ounces) bringing the total recovered since commencement of the test leaching program to approximately 8,700 troy ounces.

Uzboy West Diamond Drilling:
The weighted average grade (using a 0.2 g/t cutoff) of the mineralized intervals based on atomic absorption analysis from 8 diamond drill holes completed on the Uzboy West zone in July and August 2005 are outlined below (see Figure -1).

DDH #	Section	Dip	Azimuth	From (m)	To (m)	Interval (m)	Average Grade g/t
53-2	53	-60	135	171	189	18	1.76
53-4	53	-60	135	No significant results			
45-6	45	-60	135	223	228	5	1.63
45-2	45	-60	135	47	97	50	3.76
			includes	50	65	15	9.47
45-1	45	-60	135	No significant results			
41-1	41	-60	135	No significant results			
37-9	37	-60	135	117	140	23	5.84
				200	218	18	6.04
33-8	33	-60	135	93	114	21	3.46
33-8				131	150	19	0.93

A brief description of the results for the diamond drill holes ("DDH") reported in this new release (Figure -1) is as follows:

> Diamond drill hole 33-8 is located on Section 33 approximately 40 metres northeast of Section 37. This hole intersected two wide zones of significant gold mineralization. The upper interval returned a weighted average grade of 3.46 g/t over 21 metres and the lower interval returned a weighted average of 0.93 g/t gold over an interval of 19.0 metres. The lower mineralized interval is open and additional sampling will be required to determine the width of this zone. The mineralization in this hole is interpreted to be the northeast extension of the gold mineralization intersected in DDH 37-8 and DDH 37-9. Both mineralized intervals in this hole are open down dip and along strike to the northeast.
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> Diamond drill hole 37-9 (Figures - 2) is located on Section 37 approximately 50 metres northwest of DDH 37-8. This hole intersected the lower zone of gold mineralization (historical result of 25.6 g/t gold over 15.0 metres) reported in DDH 96-17 and intersected the interpreted down dip extension of the gold mineralization intersected (7.92 g/t gold over an interval of 47.0 metres) in DDH 37-8. DDH 37-9 has extended this zone of gold mineralization approximately 40 metres down dip. This zone of mineralization is open down dip and possibly along strike to the northwest.
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> Diamond drill hole 45-2 is located on Section 45 approximately 80 metres southwest of Section 37 and intersected the interpreted extension of the mineralization intersected in DDH 37-5 which returned a weighted average grade of 2.40 g/t over 51.5 metres. The mineralized interval in this hole is open and additional sampling will be required to determine the width of

the mineralized zone. Diamond drill hole 45-6 is also located on Section 45 and appears to have intersected a separate zone of gold mineralization.

Diamond drill hole 53-2 is located approximately 80 metres southwest of DDH 53-3. Both drill holes are located on Section 53. This hole intersected a weighted average grade of 1.76 g/t gold over an interval of 18.0 metres and is interpreted to be the extension of the gold mineralization intersected in DDH 45-2 located 80 metres to the northeast on Section 45. The mineralized interval in this hole is open down dip and along strike to the southwest.

Diamond drill holes 45-1 and 41-1 did not intersect gold mineralization.

Diamond drilling (utilizing 2 diamond drills) is continuing on the southwest portion of the Uzboy west zone between section 33 and section 61 (horizontal distance of 280 metres) to test the down dip and strike extensions of the mineralized intervals intersected to date in 2005. The 2005 diamond drilling has extended the gold mineralization on the southeast side of the Uzboy West zone a minimum distance of 160 metres. This zone of gold mineralization has a minimum strike length of 600 metres and is open to the Southwest. The zone of gold mineralization located on the northwest side of the Uzboy West zone is open to the northeast and down dip. The analytical results for the additional diamond drill holes completed on the Uzboy West zone will be reported on receipt thereof.

Heap Leach Test Results:
At August 31st, approximately 550,000 tonnes of material have been stacked of which 430,000 tonne with a weighted average grade of 1.73 g/t gold were under test leach. The leaching of the remaining 120,000 tonnes that was stacked on the test heap in August is proposed to commence in early September. Estimated gold precipitation in August was 76,900 grams (2,450 troy ounces). Since the commencement of the test mining and leaching operation in December 2004, approximately 270,000 grams (8,700 troy ounces) of gold have been precipitated on resin.

The onsite operations at the Uzboy gold project are supervised by senior mining, metallurgical and geological personnel employed by Saga Creek Gold Company LLP. Saga Creek is a wholly owned subsidiary of Alhambra Resources Ltd.

Diamond Drilling and Sampling Procedures:
The diamond drilling on the Uzboy West zone was completed using a 76 mm diameter core barrel. Core recovery was estimated to be greater than 97%. After cutting with a diamond saw, one half of the core was collected for sample preparation and analysis and the other half is retained for future reference. Sample intervals were selected based on lithologies and intensity of alteration. The sample interval and sample weight averaged one-meter and 1.8 kilograms respectively. Sample preparation was completed by Chemical and Analytical Laboratory Quartz LLP located in Stepnogorsk using the following procedure: core samples were pulverized in a jaw crusher to minus 1mm, mixed and split into two 0.75 kilogram sub-samples. One sub-sample is ground to – 200 mesh and the other sub-sample is retained for reference purposes. A 10 gram sample of the –200 mesh material is used for atomic absorption analysis and the balance is retained for fire assaying and reference purposes. Chemical and Analytical Laboratory Quartz laboratory in Stepnogorsk is certified in the Republic of Kazakhstan but does not have an International Standard Organization rating.

Alhambra follows a rigorous Quality Assurance/Quality Control program consisting of inserting standards, blanks and duplicates into the sample stream submitted to the laboratory for fire assay.

Elmer B. Stewart, MSc. P. Geol., President of Alhambra, is the Company's nominated Qualified Person responsible for monitoring the supervision and quality control of the exploration programs completed on the Uzboy Property. Mr. Stewart has reviewed and verified the technical information contained in this news release.

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

Not applicable.

Item 7 - Omitted Information

Not applicable.

Item 8 - Executive Officer

The name of an Executive Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Elmer Stewart
Telephone: (403) 228-2855 or
Facsimile: (403) 228-2865

Item 9 - Date of Report

This report is dated this 9th day of September, 2005.