

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 *Name and Address of Company*

Cleanfield Alternative Energy Inc.
1404 Cormorant Road
Ancaster, ON
L9G 4V5

Item 2 *Date of Material Change*

May 12, 2008.

Item 3 *News Release*

The press release was disseminated via Marketwire on May 12, 2008.

Item 4 *Summary of Material Change*

Cleanfield Alternative Energy Inc. ("Cleanfield") (TSX Venture: AIR) announced that it has discovered a potential manufacturing defect in a structural component part of their V3.5 Vertical Axix Wind Turbine. As a safety precaution, Cleanfield will notify its customers that the company will be replacing all affected components with new ones. It is expected that the replacement of the existing shafts will take approximately 8 weeks.

Item 5 *Full Description of Material Change*

See Schedule A attached.

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

This report is not being filed on a confidential basis.

Item 7 *Omitted Information*

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

Item 8 *Executive Officer*

Tony Verrelli
President/CEO
(905) 304-5223
E-mail: info@cleanfieldenergy.com

Item 9 *Date of Report*

June 30, 2008

Schedule A



FOR IMMEDIATE RELEASE

Cleanfield Alternative Energy Announces Safety Measures

Ancaster, May 12, 2008 – Cleanfield Alternative Energy Inc. ("Cleanfield") (TSXV: AIR) announces that it has discovered a potential manufacturing defect in a structural component part of their V3.5 Vertical Axis Wind Turbine. As a safety precaution, Cleanfield will notify its customers that the company will be replacing all affected components with new ones. Cleanfield is currently working with the manufacturer of the component part to implement appropriate corrective and preventative actions. It is expected that the replacement of the existing shafts will take approximately 8 weeks. It is not anticipated that this situation will have any material effect on Cleanfield's ability to deliver any turbines in the near future.

FORWARD-LOOKING STATEMENTS

Certain statements contained in this press release constitute forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and "confident" and similar expressions are intended to identify forward-looking statements. The Corporation believes that the expectations reflected in these forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in, or incorporated by reference into, this press release should not be unduly relied upon. These statements speak only as of the date of this press release. The Corporation undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

About Cleanfield Alternative Energy Inc.

Cleanfield Alternative Energy Inc. is the parent company of Cleanfield Energy Corp. and is committed to the development of renewable energy products for both consumer and commercial applications. Cleanfield's tailor-made VAWT can be mounted on a tower or suitable rooftop, offering electricity independence and security.

Tony Verrelli
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***THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT
RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.***