

**Form 51-102F3  
MATERIAL CHANGE REPORT**

**Section 7.1 of National Instrument 51-102  
Continuous Disclosure Obligations**

**1. Name and Address of Company**

State the full name of your company and the address of its principal office in Canada.

Aldrin Resource Corp.  
Suite 2020 – 401 West Georgia Street  
Vancouver, B.C. V6B 5A1

**2. Date of Material Changes**

State the date of the material change:

April 12, 2011

**3. News Release**

The news release dated April 12, 2011 was filed with the TSX Venture Exchange and the British Columbia, Alberta and Ontario Securities Commissions via SEDAR and disseminated through MarketWire, Inc.

**4. Summary of Material Change**

Aldrin Resource Corp. announced that it has entered into an option agreement with well known Nevada prospector, Larry McIntosh, to acquire a 100-per-cent interest in three gold exploration properties located within the Walker Lane alignment in west-central Nevada.

**5. Full Description of Material Change**

See attached News Release.

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

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Johnathan More, CEO  
Tel: (604) 687-7741

**9. Date of Report**

April 12, 2011.

**ALDRIN RESOURCE CORP.**

Suite 2020 – 401 West Georgia Street

Vancouver, B.C.

V6B 5A1

Telephone: 604-687-7741

Facsimile: 604-662-3904

**NEWS RELEASE**

**ALDRIN ANNOUNCES EXPANSION INTO NEVADA EXPLORATION**

TSX Venture Exchange: ALN

Issued Share Capital: 40,050,000

**Vancouver, B.C. – April 12, 2011 – Aldrin Resource Corp. (“Aldrin” or the “Company”)** (TSX.V: ALN) is pleased to announce that it has entered into an option agreement with well known Nevada prospector, Larry McIntosh, to acquire a 100-per-cent interest in three gold exploration properties located within the Walker Lane alignment in west-central Nevada.

The properties are the Slate Mountain property, Churchill County; the Jenny Hill and the Black Hills properties, Mineral County, Nevada. The properties are located within the Walker Lane mineral belt. This area of Nevada is accessible year-around and affords the ability to conduct exploration activities during the winter months. The three properties are being purchased for a total of \$690,000 US payable over five years with a right of extension in favour of Aldrin and a 2% net smelter royalty (“NSR”) for the vendor. 1% or half of the 2% NSR may be purchased by Aldrin for \$1,000,000 US at any time following exercise of the option to purchase the properties.

President and CEO, Johnathan More, states: “With our very active and prospective multi-project exploration program underway in the Yukon Territory, we are very excited to expand the Company's mandate which is consistent with the long term strategy of our Board of Directors to have active exploration pursued on a year round basis.”

**Slate Mountain Property:**

This property consists of 23 unpatented lode claims covering approximately 473 acres, (190 hectares) and is 90-miles, (145 kilometres) east and south of Reno. The claim block is approximately 15 miles, (24 kilometres) north of the Rawhide mine, a former open pit gold producer.

Rocks underlying the Slate Mountain claim block are part of an extensive north-south trending, east dipping metamorphic deformation zone exposed along the east base of the Slate Mountain

range for a distance of two-miles, (3.2 kilometres). Numerous anomalous gold values to 8.3 grams per ton accompanied by copper values to 17% Cu have been collected from rock chips from the property. Several other elements are also highly anomalous with one outcrop sample reporting values of 5.4 grams per ton gold, 246 ounces per ton silver, 54% lead, 830 ppm zinc, 1% bismuth, and 0.7% copper.

A small circular granodiorite stock that crops out north of the claims is host to a set of narrow east-west striking quartz – carbonate veins and veinlets containing chalcopyrite and molybdenite. Additionally, there is a past tungsten producer located approximately 1,000 feet, (300 metres) north of the claim block.

Younger volcanic rocks along the range front are, in places, strongly altered and anomalous in arsenic, antimony and mercury suggesting a younger hydrothermal event localized by range front plumbing associated with a range front fault.

The Slate Mountain claim block has never been leased prior to Aldrin's acquisition and the Company plans on conducting exploration on the property in the winter months.

### **Black Hills Property**

This property consists of 43 unpatented lode claims covering approximately 886 acres, (358 hectares) and is approximately 100-miles, (161 kilometres) south-east of Reno, Nevada. The property is situated on a major strand of the Walker Lane and is midway between the past producing Rawhide and Paradise Peak open pit gold mines in northeastern Mineral County.

The Black Hills property is an iron oxide copper gold, (IOCG) exploration target and widespread metallization and hydrothermal alteration of host rocks indicate IOCG type mineralization. Copper values to 6.8% and gold values to 4 ounce per ton occur in a variety of settings including skarn, stockwork veining and a set of multiple flat veins offset by a later generation of high angle veins. Host rocks on the property include Triassic-age siliceous siltstone, calcareous siltstone and massive limestone overlain by a flat-lying diorite sill intruded by an array of different types of dikes, sills and stocks.

The Black Hills property contains several large zones identified by soil and rock chip sampling that report highly anomalous copper and gold mineralization. The property has been leased to other companies in the past, but to date no real focused exploration effort has been completed on the claim block. This property is also located in a part of Nevada where exploration work may be completed on a year-around basis.

### **Jenny Hill Property**

This property consists of 25 unpatented lode claims covering approximately 515 acres, (208 hectares) and is located 100 miles, (161 kilometres) south east of Reno, Nevada. The property is located about 2 miles north of the Black Hills property.

The Jenny Hill property is a sediment-hosted, (Carlin Gold) target and contains numerous gold values ranging up to 2.7 grams per ton accompanied by a strong trace element geochemical signature indicating Carlin-style mineralization. Highly anomalous arsenic, antimony and mercury values are present in soil and rock chip samples with mercury as high as 35 ppm, arsenic up to 5,000 ppm and antimony values up to 355 ppm. Alteration types include strong silicification and well-developed hematite staining, decalcification and argillization along the west and northwest base of the hill where higher gold values are concentrated and where the

sediments were originally more calcareous.

Host rocks include Triassic age thin-bedded calcareous to siliceous siltstone, conglomerate and narrow impure limestone beds intruded by a swarm of feldspar porphyry dikes and sills. Jenny Hill is bordered on the east by an extensive area of Tertiary age ash-flow tuff and rhyolite dome complex.

The mineralogy, alteration and geochemical signature at Jenny Hill are indicative of a true Carlin style of disseminated gold deposit. The anomalous mineralization is possibly a distal expression of the intrusion related IOCG mineralization present in the nearby Black Hills prospect. There exists a strong magnetic high underlying the covered pediment west and northwest of the hill. Of 182 samples collected from Jenny Hill, the maximum value was 2,710 ppb with 5 ppb the minimum and the mean is 200 ppb. These highly elevated gold numbers suggest that Jenny Hill is highly prospective for a sediment-hosted gold occurrence. Limited exposures of the gold-bearing material indicate mineralization continues beneath covered areas which have not been tested to date.

A brief comparison of data from other Nevada mines and Jenny Hill reinforces the conclusion that this property is a true Carlin style prospect.

The following table is a summary of geochemical similarities between the Jenny Hill Prospect and Barrick Gold's Pipeline gold deposit and the **oxide zone of Barrick Gold's Post gold deposit** (ND = No Data Available):

#### **JENNY HILL PROJECT - GEOCHEMICAL SUMMARY AND COMPARISON**

ELEMENT	<u>JENNY HILL</u>				<u>PIPELINE</u>	<u>POST OXIDE</u>
	NO. SAMPLES	MAX	MIN	MEAN	MEAN	MEAN
Gold	205	2,710	2.5	179 ppb	ND	ND
Silver	205	2.6	0.08	.36 ppm	0.35 ppm	0.62 ppm
Arsenic	204	5,080	6	533 ppm	265.3 ppm	551 ppm
Antimony	203	355	1	32.7 ppm	19.2 ppm	53 ppm
Mercury	194	35,100	10	3,347 ppb	2,282 ppb	4,000 ppb
Molybdenum	204	64	1	14.5 ppm	10.9 ppm	ND
Copper	204	497	5	102 ppm	24.3 ppm	43 ppm
Lead	204	250	1	22 ppm	29.3 ppm	12 ppm
Zinc	204	318	2	66 ppm	174.9 ppm	93 ppm

Aldrin's disclosure of a technical or scientific nature in this press release has been reviewed and approved by Bert W. Jeffries, Aldrin's VP of Exploration and Development, who serves as a qualified person under the definition of National Instrument 43-101.

Aldrin Resource Corporation is a Canadian-based mineral exploration company trading on the TSX Venture Exchange. The company is focused on the development and exploration of strategic gold properties located in Canada's rapidly developing Yukon Territory and in the state of Nevada, USA.

## **ON BEHALF OF THE BOARD OF DIRECTORS**

*"Johnathan More"*

Johnathan More, President and CEO

*Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release*