FORM 51-102F3
Material Change Report

ITEM 1. **Name and Address of Company**

Aldrin Resource Corp. ("Aldrin" or the "Company")
Suite 202, 837 West Hastings Street
Vancouver, B.C. V6C 3N6
Telephone: (604) 687-7741

ITEM 2. **Date of Material Change**

December 23 2013

ITEM 3. **News Release**

The Company's news release dated December 23, 2013 was issued in Vancouver, British Columbia through Marketwire.

ITEM 4. **Summary of Material Change**

Aldrin announces that it is not proceeding with its previously announced $2 million brokered private placement with Industrial Alliance Securities Inc. ("IAS"). Aldrin will proceed with a $1 million non-brokered private placement of flow through units at $0.095 per unit. Each unit will be comprised of one flow-through common share and one half of a common share purchase warrant.

ITEM 5. **Full Description of Material Change**

5.1 Full Description of Material Change

See news release dated December 23, 2013 attached as Schedule "A".

5.2 Disclosure for Restructuring Transactions

Not Applicable

ITEM 6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not Applicable

ITEM 7. **Omitted Information**

No material information has been omitted.

ITEM 8. **Executive Officer**

Additional information respecting the Company or the material changes disclosed under this form may be obtained by contacting Mr. Johnathan More at (604) 687-7741.

ITEM 9. **Date of Report**

Dated at Vancouver, British Columbia, this 24th day of December, 2013.

Schedule "A"

ALDRIN RESOURCE CORP.

Suite 600 – 595 Howe Street
Vancouver, B.C.
V6C 2T5
Telephone: 604-687-7741
Facsimile: 604-662-3904

N E W S R E L E A S E

ALDRIN ANNOUNCES $1 MILLION NON-BROKERED FLOW THROUGH PRIVATE PLACEMENT

FOR IMMEDIATE RELEASE TSX Venture Exchange: ALN

Vancouver, B.C. – December 23rd, 2013 – Aldrin Resource Corp ("Aldrin") **(TSX.V: ALN)** announces that it is not proceeding with its previously announced $2 million brokered private placement with Industrial Alliance Securities Inc. ("IAS"). Aldrin will proceed with a $1 million non-brokered private placement of flow through units at $0.095 per unit. Each unit will be comprised of one flow-through common share and one half of a common share purchase warrant. Each full warrant is exercisable into one additional non flow-through Aldrin common share at $0.16 per share for a period of 18 months from closing. Proceeds of the Offering will be used to complete drilling and exploration on Aldrin's Triple M uranium exploration property in the Athabasca Basin.

Aldrin will pay a cash commission of eight percent (8%) of the proceeds raised by finders who assisted with the financing and warrants equal to eight percent (8%) of the number of units which are subscribed. The warrants will be exercisable for 18 months from closing at $0.095 per share.

All securities issued on the proposed private placement will be subject to a four month hold period. Not more than 20% of the private placement will be subscribed for by non-arm's length parties. The private placement is subject to TSX Venture Exchange approval. The private placement will not result in a change of control of Aldrin.

ON BEHALF OF THE BOARD

"Johnathan More"
Johnathan More, CEO and Director