FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of the Company

Alder Resources Ltd.
65 Queen St. West, Suite 800
Toronto, ON M5H 2M5

Item 2 Date of Material Change

September 1, 2010

Item 3 News Release

A news release was issued by the Corporation on September 1, 2010 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

("Alder" or the "Company") (TSXV: ALR) announced the appointment of the Honorable Pierre Pettigrew p.c. to the Board of Directors of the Company.

Item 5 Full Description of Material Change

Alder announced the appointment of the Honorable Pierre Pettigrew, p.c. to the Board of Directors of the Company. The Honourable Pierre Pettigrew, p.c. has had a distinguished career with success in both public and private sectors. From January 1996 to February 2006, he served as a Member of Parliament. Most notably, he led a number of senior government departments in his ten years as a minister in successive federal Canadian governments. Among other positions, he has served Canada as the Minister of Foreign Affairs, Minister for International Trade and the Minister for International Cooperation. He is now with Deloitte & Touche LLP in the role of Executive Advisor, International. Prior to entering national politics, Pierre Pettigrew was the Vice President of Samson Belair Deloitte & Touche International (Montréal), where he acted as an international business consultant.

Mr. Pettigrew states, "I've been very impressed over the last few years by the progress Colombia has made toward significant political stability and substantial economic progress. Mining in Colombia, as it has been in Canada is at the heart of its future. I'm delighted to join Alder's board as it is poised to take advantage of its good mining code and contribute to a stable development of a country in our hemisphere."

In conjunction with the Mr. Pettigrew's appointment, Alder has issued a total of 1.3 million stock options under the stock option plan of the Company to various officers, consultants and directors of the Company. The options shall vest immediately and are exercisable at $0.35 per option, expire on August 31, 2015 and remain subject to receipt of all necessary regulatory approvals, including the approval of the TSX Venture Exchange.

Forward-Looking Statement

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, without limitation, statements regarding mining in Colombia, statements with respect to the development potential and timetable of the property of the Company; the potential to identify mineral resources; the timing and amount of estimated future exploration, success of mining activities; and receipt of government approvals. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: general business, economic, competitive, geopolitical and social uncertainties; the actual results of current exploration activities; risks associated with operation in foreign jurisdictions; ability to successfully integrate the purchased properties; foreign operations risks; and other risks inherent in the mining industry. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

For more 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

Rene Bharti, President and CEO- (416) 861-5913

Item 9 Date of Report

August 23, 2010