51-102F3
Material Change Report

Item 1 Name and Address of Company

Alliance Mining Corp. ("the Company") 823 Gleneagles Drive Kamloops, BC V2E 1J9

Item 2 Date of Material Change

August 29, 2011

Item 3 News Release

The news release was disseminated on August 29, 2011 through the services of the Stockwatch and Market News.

Item 4 Summary of Material Change

1st Tranche of Private Placement Closed

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Vancouver, British Columbia - Alliance Mining Corp. (the "Company" or "Alliance") announces that it has closed the first tranche of a non-brokered private placement consisting of up to 1,800,000 units (the "Units") at a purchase price of $0.25 per for proceeds of $450,000.00. Each Unit will consist of one common share and one transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional common share in the capital of the Company on or before August 29, 2013, at a purchase price of $0.30 per share.

The securities issued will be subject to a hold period and may not be sold until December 29, 2011.

Finder's fees of up to 8% are payable on the Private Placement. Proceeds of the Private Placement will be used for exploration and working capital. The Private Placement will be subject to normal regulatory approvals.

About Alliance:

Alliance mining has been focused on acquiring and delineating highly prospective Gold and Silver mineral properties in Arizona's most prolific gold producing area - Yavapai County located in central Arizona. Over the past decade the company has built up an extensive inventory of geologically significant properties, most of whom have experienced gold and silver production in the past century. The company plans to take these properties to the next stage of exploration and development using modern techniques unavailable to earlier miners. An extensive exploration program is being planned for these precious metal assets in 2011, along with a strong emphasis on increasing shareholder value and liquidity

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Jan Ross President and Chief Executive Officer Alliance Mining Corp. Tel: (250) 319-4793

Item 9 Date of Report

August 29, 2011