

**51-102F3  
Material Change Report**

**Item 1 Name and Address of Company**

Alliance Mining Corp. (“the Company”) Suite 888 – 888 Dunsmuir, Vancouver, BC V6C 3K4

**Item 2 Date of Material Change**

April 25, 2012

**Item 3 News Release**

The news release was disseminated on April 25, 2012 through the services of the Stockwatch and Market News.

**Item 4 Summary of Material Change**

ALLIANCE MINING Revises Financing

**Item 5 Full Description of Material Change**

**Alliance Mining Corp.**, is pleased to announce the Company’s non-brokered private placement announced in the Company’s news release dated April 20, 2012 has been amended. The private placement will now comprise up to 2,200,000 units at a price of \$0.05 per unit in the capital stock for total gross proceeds of up to \$110,000. Each unit will consist of one common share and one share purchase warrant. Each share purchase warrant will entitle the holder thereof to purchase one additional share of the Company at a price of \$0.10 per share for a period of twenty-four months from the closing date of the private placement. Closing of this placement is conditional upon approval of the TSX Venture Exchange.

**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**

Chris Anderson - Director - Alliance Mining Corp. Tel: (604) 488-3900

**Item 9 Date of Report**

April 25, 2012