

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

November 1, 2012

Item 3 News Release

The news release was disseminated on August 29, 2012 through the services of the Stockwatch and Market News.

Item 4 Summary of Material Change

Mexico Property Acquisition

Item 5 Full Description of Material Change

VANCOUVER, British Columbia: ALLIANCE MINING CORP ([ALM: TSX.V](#)), is pleased to announce that it has signed a binding Letter of Intent with a private Canadian company to acquire 22 mineral claims totaling nearly 50 square kilometres (4,872 hectares) primarily in the Uruachic district of northwestern Mexico. The land package puts Alliance in the heart of a prolific gold exploration area and includes the closest privately held claims, within four kilometres, to Fresnillo PLC’s important Orisyvo discovery ([www.fresnilloplc.com](#)). Fresnillo is the second-largest gold producer in Mexico and the world’s largest primary silver producer.

“This represents a major step forward for our Company as we strategically build upon our strong assets in Arizona with an exploration push into one of the most exciting gold regions in the world,” explained Alliance Mining President and CEO Chris Anderson.

One of Alliance’s properties is contiguous to the southern boundary of the Las Bolas Gold-Silver Property being explored aggressively by Agnico-Eagle Mines (AEM, TSX).

Four claims or approximately 1,400 hectares in Alliance’s package are subject to a joint venture agreement with Comstock Metals (CSL: TSX.V). These claims (the “Corona” Project) are located about 15 kilometres west of Las Bolas.

Patrick Forseille, P. Geo., a Qualified Person as defined by NI 43-101, is responsible for the technical information contained in this release.

The Deal:

Under the terms of the binding Letter of Intent, Alliance, as operator, can acquire a 100% undivided interest by making cash payments of \$1,000,000 over four years and issuing 1,000,000 shares over four years. Exploration commitments of \$220,000 are required prior to year end (2012) and the vendor will retain a 1% net smelter royalty.

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

November 1, 2012