BC FORM 53-901F3
Material Change Report

Item 1: **Name and Address of Company**
Alliance Mining Corp. (the "Company")
888 Dunsmuir St., Suite 888
Vancouver, BC
V6C 3K4

Item 2: **Date of Material Change**

August 6, 2013

Item 3: **News Release**

August 6, 2013

Item 4: **Summary of Material Change**

AGM Announced - Property Update

Item 5: **Full Description of Material Change**

VANCOUVER, British Columbia: ALLIANCE MINING CORP (ALM: TSX.V), is pleased to announce its its proposed transaction to acquire up to a 100% interest in 22 mineral claims located primarily in the Uruachic district in northwestern Mexico has been conditionally accepted by the TSX Venture Exchange. Final acceptance of this submission will be conditional upon the Company satisfying the filing requirements including the review of the recently submitted technical report entitled "Technical Report On The Pelonachi and El Indio Concessions Sierra Madre Occidental, State of Chihuahua, Mexico". This report covers all of Alliance's gold assets that now sit in the middle of Fresnillo's land holdings that contains the Orisyvo Gold discovery, which is currently at 9.6 Million Au. Agnico-Eagle's Las Bolas project also sits adjacent to Alliance's assets in the middle of Fresnillo's holdings. This report provides the first comprehensive summary of exploration data in over ten years since the discovery of the nearby Orisyvo deposit. (See Map at Alliancemining.com)

Alliance, which sits in the middle of Fresnillo's land holdings has spent a modest amount to date, approximately $200,000 in due diligence expenses and other expenditures required under the proposed option agreement to keep the property in good standing. Fresnillo has recently spent in excess of $100,000,000 and it has recently been reported that they plan to spend an additional $800,000,000 expanding the Orisyvo discovery.
Alliance's neighbor Agnico is also active and has initiated a $5,000,000 drill and exploration program at Las Bolas.
The Mexican government has also become an active participant as a result of the Orisyvo discovery, and it is currently paving the 45-kilometre gravel access road leading to Uruachic.
Alliance's land package is 50 square kilometres (4,872 hectares) in the Uruachic district of northwestern Mexico.
Alliance's package ***was staked prior to*** the Orisyvo's discovery and was done to cover many historic mine workings from the eighteenth and nineteenth centuries. To learn more about Fresnillo PLC's important Orisyvo discovery visit (www.fresnilloplc.com). Fresnillo is the second-largest gold producer in Mexico and the world's largest silver producer.
Patrick Forseille, P. Geo., a Qualified Person as defined by NI 43-101 is responsible for the technical information contained in this release.

Alliance's land package contains several assets that could be stand-alone opportunities. However, the company plans on making only one asset available for Joint Venture, any parties interested in exploring this opportunity should contact the company.
Alliance has an option on this property by way of an option agreement which is pending TSX Venture Exchange approval including acceptance of the recently filed 43-101 report.

Alliance's shareholders voted in favour of all items of business brought before them at the company's annual general meeting held on June 28, 2013, in Vancouver, B.C.

The shareholders voted in favour of all nominations, with Chris Anderson, Travis Snider, Patrick Forseille and Tony Claydon being re-elected to the board. Watson Dauphinee and Masuch LLP was reappointed as auditor of the company, and both the company's stock option plan and share consolidation of up to a maximum of fifteen old common shares for one new common share were also approved by the shareholders.

The board confirmed the positions for the audit committee and also reconfirmed the chief financial officer position

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

The following Senior Officer of the Company is available to answer questions regarding this report:

Chris Anderson, President/CEO
604-488-3900

Item 9: Date of Report

Dated at Vancouver, BC, on August 6, 2013.