

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

ALABAMA GRAPHITE CORP. (the "Company")
Suite 804 – 750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

September 18, 2012

Item 3: News Release

A news release was issued and disseminated on September 18, 2012 through TheNewsWire and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company announced the appointment of James K. (Jim) Duff to its board of directors. Mr. Duff retired as Chief Operating Officer of Minera Andes Inc. prior to its merger into US Gold which created McEwen Mining (NYSE/TSX:MUX). Mr. Duff continues to consult for McEwen on its San Jose mine operation and other projects. Mr. Duff has over 35 years experience as a mining executive in the precious and base metal mining industry in U.S., Canada, Latin America and Australia. Mr. Duff previously served as President of South American Operations for Coeur d'Alene Mines Corporation and was responsible for its underground gold and silver mining operations in Chile and Argentina and the development and start-up of the 5,000 ton per day San Bartolome silver mine in Bolivia. Mr. Duff is a Registered Professional Geologist and holds a bachelor's degree in Geology from the Mackay School of Mines at the University of Nevada Reno, an M.S. Degree in Geology from the University of Idaho and has completed the Program for Management Development at the Harvard School of Business. Mr. Duff has also completed graduate studies for International Business Management at the Whitworth University School of Global Management.

Item 5: Full Description of Material Change

Please see the news release attached as Schedule "A" hereto, for a full description of the material change.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Note applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

Dan Spine, President & CEO
Tel: 404.661.6254

Item 9: Date of Report

September 18, 2012

Schedule "A"

ALABAMA GRAPHITE CORP.

Alabama Graphite Corp Appoints Former McEwen Mining Executive James Duff to Board of Directors

September 18, 2012 – Birmingham, Alabama - Alabama Graphite Corp. (the "Company") (CNSX:ALP) announces the appointment of Mr. James K. (Jim) Duff to its board of directors. Mr. Duff retired as Chief Operating Officer of Minera Andes Inc. prior to its merger into US Gold which created McEwen Mining (NYSE/TSX:MUX). Jim continues to consult for McEwen on its San Jose mine operation and other projects. Jim has over 35 years experience as a mining executive in the precious and base metal mining industry in U.S., Canada, Latin America and Australia. Mr. Duff previously served as President of South American Operations for Coeur d'Alene Mines Corporation and was responsible for its underground gold and silver mining operations in Chile and Argentina and the development and start-up of the 5,000 ton per day San Bartolome silver mine in Bolivia. Mr. Duff is a Registered Professional Geologist and holds a bachelor's degree in Geology from the Mackay School of Mines at the University of Nevada Reno, an M.S. Degree in Geology from the University of Idaho and has completed the Program for Management Development at the Harvard School of Business. Mr. Duff has also completed graduate studies for International Business Management at the Whitworth University School of Global Management.

Alabama Graphite CEO Dan Spine commented, "We have strengthened our board on many professional levels with the inclusion of such an experienced and accomplished individual. There just aren't that many people out there with Jim's pedigree and we feel extremely fortunate to have Jim with us on our Board."

About Alabama Graphite:

Alabama Graphite Corp., through its wholly-owned subsidiary, Alabama Graphite Company Inc., is a graphite exploration and development company whose flagship project "The Coosa Graphite Project" in Coosa County, Alabama is located in an area with significant historical production of crystalline flake graphite.

For further details www.alabamagraphite.co

ALABAMA GRAPHITE CORP.

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