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

October 9, 2014

Item 3: News Release

A news release was issued and disseminated on October 9, 2014 and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company is pleased to announce that it has completed ground geophysical surveys at the recently acquired, prior producing, Bama Mine Graphite Project as well as some additional areas at the Coosa Project in Alabama, USA. The surveys were conducted by KLM Geoscience using a GEM2 device.

Item 5: Full Description of Material Change

The Company is pleased to announce that it has completed ground geophysical surveys at the recently acquired, prior producing, Bama Mine Graphite Project as well as some additional areas at the Coosa Project in Alabama, USA. The surveys were conducted by KLM Geoscience using a GEM2 device.

GEM2 is a frequency domain electromagnetic system that is a cost-effective technique for detecting near-surface (oxidized) graphite mineralization. A previous survey at the Coosa Project demonstrated that it produced the highest rate of detection with the lowest rate of false-positives of any of the techniques tested. A total of 70 additional line kilometers were run at the Coosa Project to augment the 54.7 kilometers from the survey run in July 2014. An additional 80.7 kilometers were run at the recently acquired Bama Mine Project in Chilton County. The GEM2 data is currently being processed and will be used to guide exploration/drilling work at both projects.

"Because of the large land position controlled by the Company, a cost-effective way of evaluating the acreage is of critical importance to focus the Company's efforts," commented Ron S. Roda, CEO. "Our previous experience in using the GEM2 instrument as a prelude to sonic drilling at the Coosa Project showed a very high degree of correlation with graphite mineralization. We expect to use these survey results at both the Coosa and Bama Mine Projects to guide drill programs to begin in the coming weeks."

Rick Keevil, P. Geo., a Director of the Company and VP of Project Development, is a Qualified Person as defined by National Instrument 43-101, has reviewed the contents of the press release.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

Ron S. Roda
President & Chief Executive Officer
(609) 785-1581

Item 9: Date of Report

October 9, 2014.