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 21, 2015**.**

Item 3: News Release

A news release was issued and disseminated on October 21, 2015 and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company announced the appointment of Douglas C. Bolton, CPA, CA as Chief Financial Officer, effective immediately. Additionally, the Company announced that it intends to file the National Instrument 43-101 ("**NI 43-101**") Preliminary Economic Assessment technical report for the Company's flagship 100%-owned Coosa Graphite Project, located in Coosa County, east-central Alabama, USA, on SEDAR (www.sedar.com) on November 27, 2015.

Item 5: Full Description of Material Change

The Company announced the appointment of Douglas C. Bolton, CPA, CA as Chief Financial Officer, effective immediately. Additionally, the Company announced that it intends to file a NI 43-101 Preliminary Economic Assessment technical report for the Company's flagship 100%-owned Coosa Graphite Project, located in Coosa County, east-central Alabama, USA, on SEDAR (www.sedar.com) on November 27, 2015.

Douglas C. Bolton has more than three decades of public accounting experience, providing audit, accounting, tax, and consulting services to a wide variety of clientele. Throughout his career in public practice, Mr. Bolton has provided audit services to a number of reporting issuers involved in the mining and resource industry, listed on the TSX-Venture Exchange. In addition to his role as Chief Financial Officer for the Company, Mr. Bolton also serves as Director and Chief Financial Officer for Laurion Mineral Exploration Inc., and as interim Chief Financial Officer for Adex Mining Inc. A graduate of York University, Mr. Bolton holds both CPA and CA designations from the Chartered Professional Accountants of Ontario and the Institute of Chartered Accountants of Ontario respectively.

Mr. Bolton succeeds John Morita, CGA who is retiring, effective immediately. Mr. Morita has agreed to serve in an advisory capacity to help ensure a smooth transition.

Qualified Person

Donald K. D. Baxter, P.Eng., co-Chief Executive Officer and Executive Director, is a Qualified Person as defined by NI 43-101 guidelines, and has reviewed and approved the content 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:

Donald K. D. Baxter, P.Eng.
Co-Chief Executive Officer and Executive Director
+1 (416) 309-8641
dbaxter@alabamagraphite.com

Ron S. Roda, CA, MBA, BSc
President, Co-Chief Executive Officer and Executive Director
+1 (416) 309-8641
rroda@alabamagraphite.com

Website: www.alabamagraphite.com

Item 9: Date of Report

October 22, 2015.