

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Norsemont Capital Inc. (the “**Company**”)
Suite 610, 700 West Pender Street
Vancouver, BC Canada V6C 1G8

Item 2 Date of Material Change

June 5, 2019

Item 3 News Release

The news release attached hereto as Schedule “A” was disseminated through the news dissemination services of Stockwatch and Baystreet on June 6, 2019.

Item 4 Summary of Material Change

The Company announced it received DTC Eligibility and announced the results of the Annual General and Special Meeting held June 4, 2016.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The company announced it has secured eligibility by the Depository Trust Company (the “**DTC**”) for its OTC-listed common shares.

DTC is a subsidiary of the Depository Trust & Clearing Corp. that manages the electronic clearing and settlement of publicly traded companies in the United States. DTC eligibility will simplify the process of trading and is expected to enhance liquidity of the Company’s common shares on the OTC marketplace where Norsemont trades under NRRSF.

The Company also announced the results of its Annual General and Special Meeting of Shareholders held June 4, 2019. The shareholders of the Company approved the setting of the number of directors at three (3) and elected Allan Larmour, Kant Trivedi and Rana Vig as directors (the “**Board of Directors**”) of the Company for the upcoming year.

In addition, shareholders of the Company appointed Dale Matheson Carr-Hilton LaBonte LLP, Chartered Professional Accounts as the Company’s auditor for the ensuing year, and authorized the Board of Directors to fix the remuneration to be paid to the auditor.

The shareholders approved the amendment of the Company’s Articles to include the advance notice provisions intended to: (i) facilitate an orderly and efficient annual general or, where the need arises, special, meeting; (ii) ensure that all shareholders receive adequate notice of the director nominations and sufficient information with respect to all nominees; and (iii) allow shareholders to register an informed vote having been afforded reasonable time for appropriate deliberation. The shareholders of the Company also approved the implementation of the Company’s 2019 Incentive Stock Option Plan.

Following the Meeting, the Board of Directors appointed the following officers of the Company: Allan Larmour as President and Chief Executive Officer, Kulwant Sandher as Chief Financial Officer and Max Pinsky as Corporate Secretary (the “**Management**”).

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Al Larmour, Chief Executive Officer
Telephone: (604) 669-9788

Item 9 Date of Report

June 6, 2019

NORSEMONT CAPITAL INC.

Suite 610, 700 West Pender Street

Vancouver, BC Canada V6C 1G8

NEWS RELEASE

NORSEMONT CAPITAL INC. ANNOUNCES DTC ELIGIBILITY AND RESULTS OF ANNUAL GENERAL AND SPECIAL MEETING

Vancouver, B.C., June 6, 2019 – Norsemont Capital Inc. (CSE: NOM, OTC: NRRSF, FWB: LXZ1) (“**Norsemont**” or the “**Company**”) is pleased to announce that the Company has secured eligibility by the Depository Trust Company (the “**DTC**”) for its OTC-listed common shares.

DTC is a subsidiary of the Depository Trust & Clearing Corp. that manages the electronic clearing and settlement of publicly traded companies in the United States. DTC eligibility will simplify the process of trading and is expected to enhance liquidity of the Company’s common shares on the OTC marketplace where Norsemont trades under NRRSF.

The Company also wishes to announce the results of its Annual General and Special Meeting of Shareholders held June 4, 2019. The shareholders of the Company approved the setting of the number of directors at three (3) and elected Allan Larmour, Kant Trivedi and Rana Vig as directors (the “**Board of Directors**”) of the Company for the upcoming year.

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Following the Meeting, the Board of Directors appointed the following officers of the Company: Allan Larmour as President and Chief Executive Officer, Kulwant Sandher as Chief Financial Officer and Max Pinsky as Corporate Secretary (the “**Management**”).

The Board of Directors and Management would like to thank all shareholders for their support and confidence.

On behalf of the Board of Directors,

NORSEMONT CAPITAL INC.

Allan Larmour

Chief Executive Officer, Director

NORSEMONT CAPITAL INC.

Suite 610, 700 West Pender Street
Vancouver, BC Canada V6C 1G8

For more information, please contact the Company at:

Telephone: (604) 669-9788

Facsimile: (604) 669-9768

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein.