

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Brookemont Capital Inc. (the “**Company**”)
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

March 13, 2012

Item 3 News Release

The news release was disseminated through Executive Business Services Inc. on the North American circuit with at least 400,000 recipients with portals such as: Bloomberg, Globe Investor, Yahoo, and Market Wire.

Item 4 Summary of Material Change

The Company reported further on the first few drill holes of the 2012 drilling program that had been completed on its Tanzanian property.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Conrad Clemiss, President
Tel: 6048999150

Item 9 Date of Report

March 16, 2012

BROOKEMONT CAPITAL INC.
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

March 13, 2012

Trading Symbol:
BKT - TSX Venture Exchange
BKTPF – USA

Tanzania Update

Brookemont Capital Inc. (“**Brookemont**” or the “**Company**”) (BKT—TSX.V)(BKTPF—USA) reports further on the first few drill holes of the 2012 drilling program that have been completed on its Tanzanian property, adjacent to the north of Canaco’s Magambazi Prospecting License.

The four drill holes have intersected gold mineralization in amphibolite gneiss. These are the initial holes drilled in this region and have confirmed that the 4.5 km arsenic gold geochem soil/coincident IP zone is associated with anomalous gold in the bed rock over the width of zone (between 200 -250 m) and there is increasing values at depth.

Drill holes HNAFD001; 003 & 004 were all drilled on one section covering the width of the zone.

HNAFD001; drilled on the north side of the zone intersected 119m (0.0152g/t) from 5m - 124m which included some distinctive anomalous gold values zones.

HNAFD004: drilled in the central part of the zone intersected 137m (0.022g/t) from 14m - 151m which also included some distinctive anomalous gold values zones.

HNAFD003 drilled on the south side of the zone had anomalous gold over 105 m (0.018g/t) from 15m -120m with no significant individual zones.

The second hole HNAFD002 was completed 400 metres to the west intersected anomalous gold over 177m (0.034 g/t) with the following main zones highlighted.

Hole #	From (m)	To (m)	Interval (m)	TW Coefficient	Au (g/t)
HNAFD001	5	124	119		.0152
HNAFD002			117		.034
Incl	51	54	3		.15
	53	54	1		.33
	96	109	13		.068

	96	104	7		.11
	97	98	1		.35
	115	120	5		.158
	115	117	2		.325
	163	166	3		.17
HNAFD003	15	120	105		.018
HNAFD004	14	151	137		.022

The results show the potential variation that exists along strike and surface samples correlated to these elevated zones (in the 0.03-0.07 range) suggests increasing values with depth.

Management is currently evaluating all the data gathered to date to determine the best strategy going forward.

All of the content of this release in relation to the Handeni North Gold Prospect has been provided, reviewed and approved by Lawrence Stephenson, PGeo, a qualified person as defined by National Instrument 43-101.

Brookemont currently has the following projects: (a) quartz mineral claims in the Yukon bordering Underworld, which was recently taken over by Kinross Gold Corporation and directly above the Coffee Discovery from Kaminak; (b) land in North Eastern Quebec prospective for REE's in close proximity to the Eldor REE prospect of Commerce Resources; and (c) 63 square kilometres of land in Tanzania bordering Canaco Resources.

If you would like to be added to Brookemont's news distribution list, please send your email address to info@brookemontcapital.com

Contact Information

Tel: 1604899-9150
info@brookemontcapital.com

www.brookemontcapital.com

“Conrad Clemis”
 President, Director
 Brookemont Capital Inc.

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