

**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**

July 8, 2013

**Item 3 News Release**

The news release was disseminated through Stockwatch and Market News.

**Item 4 Summary of Material Change**

The Company announced that Mr. Greg R. Thomson, P.Geo. had been appointed as a director of the company.

**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**

July 8, 2013

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

July 8, 2013

Trading Symbol:

BKT - TSX Venture Exchange  
BKTPF – USA  
BRO--Germany

Mr. Greg R. Thomson, P.Geo appointed to board of Brookemont Capital Inc.

Brookemont Capital Inc. (“Brookemont”, “BKT” or the “Company”) (BKT—TSX.V)(BKTPF—USA) wishes to announce that Mr. Greg R. Thomson, P.Geo. has been appointed as a director of the company. Mr. Thomson has over 35 years of mineral exploration experience, primarily as a project geologist, with the majority of his career focused on gold exploration, mainly in BC. He has been active in most of the province’s mineral regions. He has also participated in or managed exploration programs in Alaska (Pogo Gold Deposit), Mexico and Mongolia. He was a senior project geologist for Teck Exploration Ltd. from 1989 to 2000.

His most recent experience (2010-2012) was with Huakan International Mining Inc., where he carried out geological supervision, permitting and implementation of underground diamond drilling programs for the J&L massive sulphide (gold, silver, lead, zinc) deposit located north of Revelstoke, BC.

Mr. Thomson holds a Bachelor of Science degree in Geology from the University of British Columbia and has worked in the capacity of a Professional Geoscientist since 1993.

Conrad Clemiss, President of BKT states, "We are pleased to be able to add such a quality geologist to the BKT board. Greg will add tremendous value in evaluation and development of the current projects and future projects the company pursues."

If you would like to be added to Brookemont’s news distribution list, please send your email address to [info@brookemontcapital.com](mailto:info@brookemontcapital.com)

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“Conrad Clemiss”  
President, Director  
Brookemont Capital Inc.

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