

**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**

December 11, 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 it had been notified by Prospectair Geosurveys Inc. that the heliborne high-resolution magnetic and time-domain electromagnetic survey to cover both the Albany East and new Kenagami Hydrothermal Graphite Prospects had been completed.

**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**

December 20, 2013

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

December 11, 2013

Trading Symbol:

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

### Brookemont Completes Hydrothermal Graphite Work in Ontario

Brookemont Capital Inc. (“BKT”, "Brookemont" or the “Company”) (BKT-TSX.V) (BKTPF-USA) wishes to announce it has been notified by Prospectair Geosurveys Inc. that the heliborne high-resolution magnetic and time-domain electromagnetic survey to cover both the Albany East and new Kenagami Hydrothermal Graphite Prospects has been completed. The data is now being analyzed and evaluated.

#### Contact Information

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“Conrad Clemis”  
President, Director  
Brookemont Capital Inc.

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