

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 12, 2014

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 announced that it had discovered a large TDEM conductive anomaly on the Kenagami Hydrothermal Graphite prospect in Ontario.

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 Clemis, President
Tel: 6048999150

Item 9 Date of Report

March 21, 2014

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

March 12, 2014

Trading Symbol:

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

Brookemont Encounters Large Conductive Anomaly on the Kenagami Hydrothermal Graphite Prospect

Brookemont Capital Inc. (“BKT”, "Brookemont" or the “Company”) (BKT-TSX.V) (BKTPF-USA) wishes to announce it has discovered a large TDEM conductive anomaly on the Kenagami Hydrothermal Graphite prospect in Ontario. This anomaly measures approximately 800 metres by 500 metres and was outlined using the airborne survey recently completed by Brookemont.

Mr. Gregory Thomson Director of Brookemont states, “This newly discovered anomaly significantly advances the development of our Kenagami Hydrothermal Graphite Prospect. We now have a large target measuring approximately 800 metres by 500 metres. Zenyatta Ventures Ltd. (ZEN-TSX Venture) has recently made a discovery of massive hydrothermal graphite and we feel that there is district-wide potential for the discovery of additional magmatic hydrothermal graphite vein-breccia style mineralization similar to Zenyatta’s Albany Graphite Deposit. Brookemont’s new anomaly is of particular interest due its size and the strong overall TDEM response, consequently this will be our main exploration focus going forward.”

Brookemont has several ongoing projects including: a) a 100% interest in the "Albany East" Prospect. This land is prospective for hydrothermal (vein) graphite and directly borders Zenyatta Ventures Ltd. (ZEN-TSX Venture) property that hosts its hydrothermal graphite deposit. b) a 100-per-cent interest in the Kenagami hydrothermal graphite prospect in Ontario, c) an aluminous clay and rare earth prospect in the Gaspé Bay Region of Quebec. This prospect directly borders the Grand-Vallée Deposit of Orbite Aluminae Inc.

Mr. Gregory Thomson, P.Geo., is the qualified person for the project as defined by National Instrument 43-101 and he has reviewed this news release.

If you would like to be added the BKT email list please send an email to brookemontinfo@gmail.com

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“Conrad Clemis”
President, Director

Brookemont Capital Inc.

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