

**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**

April 14, 2011

**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 Jason Gigliotti had been appointed Vice President Corporate Development.

**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: 604-899-9150

**Item 9 Date of Report**

June 20, 2011

## **BROOKEMONT CAPITAL INC.**

Suite 1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

April 14, 2011

Trading Symbol:  
BKT - TSX Venture Exchange  
BKTPF - USA

### **Corporate Update**

Brookemont Capital Inc. (“Brookemont”, “BKT” or the “Company”) (BKT—TSX.V)(BKTPF—USA) wishes to announce that Jason Gigliotti has been appointed Vice President Corporate Development.

Brookemont company representatives will be attending the Chicago Resources Expo. Originally this conference was known as the Chicago Natural Resource Conference and Exhibition, and is one of the oldest natural resource conferences in the United States. The Expo is held at the Rolling Meadows Convention Center in Rolling Meadows, IL April 15th and 16th. Please feel free to come meet company representatives in person.

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) mineral claim blocks in the Stewart Mining Region of British Columbia bordering Canasia Industries Corporation's Clone Prospect; (c) mineral claims prospective for lithium in Northern Ontario; (d) land in North Eastern Quebec prospective for REE's. in close proximity to the Eldor REE prospect of Commerce Resources; and (e) now 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](mailto:info@brookemontcapital.com)

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“Jim Nelson”  
Director  
Brookemont Capital Inc.

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