

**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**

September 14, 2011

**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 granted up to 2,550,000 options at \$0.16 to directors, officers and consultants for an one year term pursuant to its Rolling Stock Option Plan.

**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**

September 15, 2011

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

**September 14, 2011**

Trading Symbol:

BKT—TSX Venture Exchange  
BKTPF--USA

### **Brookemont Grants Options**

**September 14, 2011** – Brookemont Capital Inc. (“**Brookemont**” or the “**Company**”) (BKT—TSX.V)(BKTPF—USA) has granted up to 2,550,000 options at \$0.16 to directors, officers and consultants for an one year term pursuant to its Rolling Stock Option Plan.

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)

Contact Information

Tel: 1604899-9150

[info@brookemontcapital.com](mailto:info@brookemontcapital.com)

[www.brookemontcapital.com](http://www.brookemontcapital.com)

“Conrad Clemis”

Director, President

Brookemont Capital Inc.

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