

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

FAIRMONT RESOURCES INC.

610 - 1100 Melville Street
Vancouver, BC V6E 4A6

Item 2. Date of Material Change

November 30, 2011

Item 3. News Release

The news release was issued on December 6, 2011 and was disseminated by stockwatch.com.

Item 4. Summary of Material Change

On November 30, 2011, Bruno Kasper resigned as a director of Fairmont Resources Inc.

Item 5. Full Description of Material Change

See "Item 4 – Summary of Material Change".

Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

John Bevilacqua
President & Chief Executive Officer
(604) 648-0518

Item 9. Date of Report

December 6, 2011