

Form 51-102F3
MATERIAL CHANGE REPORT

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

1. Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

Fairmont Resources Inc.
Suite 620 – 650 West Georgia Street
Vancouver, BC V6B 4N9

2. Date of Material Changes

State the date of the material change:

July 7th, 2011

3. News Release

The news release dated July 7th, 2011 was filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions via SEDAR and disseminated through TheNewsWire and Marketwire.

4. Summary of Material Change

Provide a brief but accurate summary of the nature and substance of the material change.

July 7, 2011 --- Vancouver, BC --- Fairmont Resources Inc. (FMR: TSX-V) (“Fairmont”) Fairmont wishes to report that it has terminated its option agreement with Almaden Minerals Ltd. to earn an interest in the Nicoamen River Property located in southern B.C., in order to focus its financial resources on its Marmion South Contact and Clay-Powell properties. These projects are located in northwestern Ontario, west of Thunder Bay.

5. Full Description of Material Change

See attached News Release.

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

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Bernard Dewonck
President
(604)681-0226

9. Date of Report

DATED at Vancouver, B.C., this 7th of July 2011.

FAIRMONT RESOURCES INC.

“Bernard Dewonck”

Bernard Dewonck
President



FAIRMONT RESOURCES

FMR.V:TSX

Stock Exchange: TSX Venture Exchange
Symbol: FMR

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FAIRMONT PROVIDES A CORPORATE UPDATE

July 7, 2011 --- Vancouver, BC --- Fairmont Resources Inc. (FMR: TSX-V) (“Fairmont”) Fairmont wishes to report that it has terminated its option agreement with Almaden Minerals Ltd. to earn an interest in the Nicoamen River Property located in southern B.C., in order to focus its financial resources on its Marmion South Contact and Clay-Powell properties. These projects are located in northwestern Ontario, west of Thunder Bay.

Fairmont also announces the resignation of Dr. Gerald Carlson, P. Eng. as a director of Fairmont. Fairmont thanks him for his service and guidance and wishes him well in his other endeavours. To fill the vacancy caused by Dr. Carlson’s resignation, the board of directors of Fairmont appointed James Chapman, P. Geo, as a director Fairmont.

Jim Chapman is a graduate of the University of British Columbia with a Bachelor of Science degree in geology in 1976. His 35 years experience in geological exploration has included all aspects of the industry from project generation through implementation and report preparation for owners, clients and regulatory authorities. Since 1982 he has operated as an independent consulting geologist on projects ranging from property evaluation, reconnaissance level exploration to deposit definition drilling programs in the Americas, Europe and Africa. In addition to the technical aspects of the business Mr. Chapman has been a director and officer of several public companies on the TSX-V and the U.S OTC markets.

On behalf of the board,

Bernard Dewonck
President
(604)681-0226

Forward-Looking Statements

Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management’s current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. Fairmont cautions that all forward looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond Fairmont’s control. Such factors include, among other things: risks and uncertainties relating to Fairmont’s exploration activities on its mineral properties. Except as required under applicable securities legislation, Fairmont undertakes no obligation to publicly update or revise forward-looking information.

NEITHER TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (AS THAT TERM IS DEFINED IN THE POLICIES OF THE TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

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President

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