

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

August 30, 2011

Item 3. News Release

The news release was issued on August 31, 2011 and was disseminated by marketwire.

Item 4. Summary of Material Change

Fairmont Resources Inc. (the "Company") announced that it has accepted the resignations of Bernard Dewonck as Chief Executive Officer and President of the Company and James Champan as a Director of the Company. To fill the vacancies caused by these resignations, the Company's board of directors has appointed John Bevilacqua as Chief Executive Officer, President and a Director of the Company. Mr. Dewonck will continue to serve as a Director of the Company.

Item 5. Full Description of Material Change

See news release attached as Schedule "A".

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

September 2, 2011



**FAIRMONT
RESOURCES**
FMR.V:TSX

Stock Exchange: TSX Venture Exchange
Symbol: FMR

610 – 1100 Melville Street
Vancouver, British Columbia
V6E 4A6, Canada
Tel: 604.648-0518
<http://www.fairmontres.com>

FAIRMONT ANNOUNCES CHANGE IN OFFICERS AND DIRECTORS

August 31, 2011 --- Vancouver, BC --- Fairmont Resources Inc. (FMR: TSX-V) (“Fairmont”) announces that it has accepted the resignations of Bernard Dewonck as Chief Executive Officer and President of Fairmont and James Chapman as a director of Fairmont. To fill the vacancies caused by these resignations, Fairmont’s board of directors has appointed John Bevilacqua as Chief Executive Officer, President and a director of Fairmont. Mr. Dewonck will continue to serve as a director of the Company.

Fairmont thanks Mr. Dewonck for his services as Chief Executive Officer and President and thanks Mr. Chapman for his services as a Director.

John Bevilacqua brings more than 13 years’ experience of management and finance in both private and public companies. John spent 5 years managing investor relations for Stockhouse Inc., which is an online financial media company that serves financial institutions, media publishers, public companies, and advertisers. Developing strong relationships within the investment and brokerage community John has assisted several public companies building and executing their business plans.

On behalf of the board,

John Bevilacqua
President
(604)648-0518

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