

FORM 51-102F3
MATERIAL CHANGE REPORT

CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Far Resources Ltd. (the "Company" or "Far Resources")
302-1620 West 8th Avenue
Vancouver, B.C.
V6J 1V4

Item 2 Date of Material Change

May 26, 2014

Item 3 News Release

The information pertaining to this material change was disseminated by news release via Stockwatch and Bay Street News on May 26, 2014.

Item 4 Summary of Material Change

Far Resources announced a non-brokered private placement to raise up to \$200,000 (the "Financing"). The Financing will consist of up to 4 million units at a price of \$0.05 per unit (the "Units").

Item 5 Full Description of Material Change

The Company announced a non-brokered private placement to raise up to \$200,000 (the "Financing"). The Financing will consist of up to 4 million units at a price of \$0.05 per unit (the "Units"). Each Unit will consist of one common share (the "Common Shares") and one-half of one Common Share purchase warrant (the "Warrants"). Each whole Warrant will entitle the holder to acquire one additional Common Share at an exercise price of \$0.10 for a period of 24 months from closing of the Financing, provided that, in the event that the closing price of the outstanding Common Shares on the Canadian Securities Exchange (the "CSE") is greater than \$0.15 for a period of 20 consecutive trading days at any time following the closing of the Financing, the company may, at its option accelerate the expiry date of the Warrants by giving written notice to the holders of the Warrants and in such case the Warrants will expire on the earlier of: (i) the 30th day after the date on which such notice is given by the Company; and (ii) 24 months from the closing of the Financing.

A finder's fee, in accordance with the policies of the CSE, may be payable in cash and warrants from the proceeds of the proposed Financing. All securities issued pursuant to this Financing will be subject to a 4-month and one day hold period from the date of closing. The Financing is subject to regulatory approval. The proceeds of the Financing will be used for general working capital purposes.

A copy of the news release is attached hereto as Schedule "A".

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

This does not apply.

Item 7 Omitted Information

The Company has not omitted any information.

Item 8 Executive Officer

Keith Anderson
Chief Executive Officer
(604) 805 - 5035

Item 9 Date of Report

This report is dated June 2, 2014.

Schedule "A"
News Release

(see next page)

Not for dissemination in the US or to US wire services.

Far Resources Announces Private Placement

May 26, 2014 - VANCOUVER, BRITISH COLUMBIA: Far Resources Ltd. (CSE:FAT) ("**Far**" or "**the Company**") is pleased to announce a non-brokered private placement to raise up to \$200,000 (the "**Financing**"). The Financing will consist of up to 4 million units at a price of \$0.05 per unit (the "**Units**"). Each Unit will consist of one common share (the "**Common Shares**") and one-half of one Common Share purchase warrant (the "**Warrants**"). Each whole Warrant will entitle the holder to acquire one additional Common Share at an exercise price of \$0.10 for a period of 24 months from closing of the Financing, provided that, in the event that the closing price of the outstanding Common Shares on the Canadian Securities Exchange (the "**CSE**") is greater than \$0.15 for a period of 20 consecutive trading days at any time following the closing of the Financing, the company may, at its option accelerate the expiry date of the Warrants by giving written notice to the holders of the Warrants and in such case the Warrants will expire on the earlier of: (i) the 30th day after the date on which such notice is given by the Company; and (ii) 24 months from the closing of the Financing.

A finder's fee, in accordance with the policies of the CSE, may be payable in cash and warrants from the proceeds of the proposed Financing. All securities issued pursuant to this Financing will be subject to a 4-month and one day hold period from the date of closing. The Financing is subject to regulatory approval.

The proceeds of the Financing will be used for general working capital purposes.

About the Company

Far Resources Ltd. is an exploration company, publicly traded on the Canadian Securities Exchange (formerly the CNSX) under the symbol FAT, focused on the identification and development of high potential mineral opportunities in stable jurisdictions. In addition, the Company is currently in the preliminary stage of exploring opportunities within the medical marijuana industry with a view to obtaining a license to commercially produce medical marijuana in Canada.

ON BEHALF OF THE BOARD OF DIRECTORS OF
FAR RESOURCES LTD.

"Keith C. Anderson"

President

The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release and accepts no responsibility for the adequacy or accuracy hereof.

This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause

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future results to differ materially from those expected. All of the forward-looking statements made in this news release and the accompanying graphic links are qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required under applicable securities legislation. This news release does not constitute an offer to sell securities and the Company is not soliciting an offer to buy securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

This news release, required by applicable Canadian laws, is not for distribution to U.S. news services or for dissemination in the United States and does not constitute an offer of securities for sale in the United States. These securities have not and will not be registered under United States Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States or to a U.S. Person unless so registered, or an exemption from registration is relied upon.