

**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”)  
Unit 114B – 8988 Fraserton Court  
Burnaby, BC V5J 5H8

**Item 2 Date of Material Change**

May 17, 2017

**Item 3 News Release**

The information pertaining to this material change was disseminated by news release via FSC Newswire on May 17 and May 29, 2017.

**Item 4 Summary of Material Change**

On May 17, 2017, Far Resources announced it would conduct a private placement financing of units to raise up to \$300,000 at a price of \$0.09 per unit (the “Units”). Each Unit will consist of one common share (each a “Share”) and one half (1/2) of one common share purchase warrant (the “Warrants”). Each whole Warrant will be exercisable by the holder into one Share of the Company at a price of \$0.15 per Share for a period of one year from close of financing (the “Financing”).

**Item 5 Full Description of Material Change**

On May 29, 2017 the Company announced it has completed the Financing announced on May 17, 2017 to raise up to \$300,000. The Financing was oversubscribed, raising an aggregate total of \$315,000. The Financing consists of up to 3,500,000 units (the “Units”) at a price of \$0.09 per Unit. Each Unit will consist of one common share (each a “Share”) and one half (1/2) of one common share purchase warrant (the “Warrants”). Each whole Warrant will be exercisable by the holder into one Share of the Company at a price of \$0.15 per Share for a period of one year from close of financing. The proceeds of the Financing will be used to advance the Company’s strategic plan including additional exploration of the Zoro Lithium property and for general working capital purposes. 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 Company has also settled certain invoices with one of its service providers in the amount of \$13,300 through the issuance of 140,000 common shares at a deemed price of \$0.095. Furthermore, the Company has entered into an agreement with a consultant. This consultant will be paid \$10,000 per month, for the services to be rendered, to be paid in shares (the “Monthly Fee”). The Monthly Fee will payable in arrears on the last day of each month in which services were provided and will be paid through the issuance of that number of Common shares valued at \$10,000 (the “Shares”) where the share issuance price shall not be below \$0.10 per Share. Such agreement may be terminated by either party on 7 days’ written notice.

The Company is pleased to announce it has received the MEAP Grant payment from the Manitoba government as previously announced on December 19, 2016. The Mineral Exploration Assistance

Program (MEAP) Grant is designed to increase exploration and to stimulate activities that could lead to the development of new mines and industrial mineral deposits in Manitoba.

All amounts quoted herein are in Canadian dollars.

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

**Item 6 Reliance on subsection 7.1(2) 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 May 27, 2017.

## SCHEDULE A

### Far Resources Closes Financing, Issues Securities, Receive MEAP Grant

**May 29, 2017 – Vancouver, BC:** Far Resources Ltd (CSE:FAT) (FSE:FOR) ([www.farresources.com](http://www.farresources.com)) (“**Far Resources**” or the “**Company**”) is pleased to announce that it has completed the financing announced on May 17, 2017 to raise up to \$300,000 (the “**Financing**”). The Financing was oversubscribed, raising an aggregate total of \$315,000. The Financing consists of will consist of up to 3,500,000 units (the “**Units**”) at a price of \$0.09 per Unit. Each Unit will consist of one common share (each a “**Share**”) and one half (1/2) of one common share purchase warrant (the “**Warrants**”). Each whole Warrant will be exercisable by the holder into one Share of the Company at a price of \$0.15 per Share for a period of one year from close of financing. The proceeds of the Financing will be used to advance the Company’s strategic plan including additional exploration of the Zoro Lithium property and for general working capital purposes. All securities issued pursuant to this Financing will be subject to a 4-month and one day hold period from the date of closing. All amounts quoted in this news release are in Canadian dollars.

The Company has also settled certain invoices with one of its service providers in the amount of \$13,300 through the issuance of 140,000 common shares at a deemed price of \$0.095. Furthermore, the Company has entered into an agreement with a consultant. This consultant will be paid \$10,000 per month, for the services to be rendered, to be paid in shares (the “**Monthly Fee**”). The Monthly Fee will payable in arrears on the last day of each month in which services were provided and will be paid through the issuance of that number of Common shares valued at \$10,000 (the “**Shares**”) where the share issuance price shall not be below \$0.10 per Share. Such agreement may be terminated by either party on 7 days’ written notice.

The Company is pleased to announce it has received the MEAP Grant payment from the Manitoba government as previously announced on December 19, 2016. The Mineral Exploration Assistance Program (MEAP) Grant is designed to increase exploration and to stimulate activities that could lead to the development of new mines and industrial mineral deposits in Manitoba.

#### **About the Company**

Far Resources Ltd. is an exploration company, publicly traded on the Canadian Securities Exchange under the symbol FAT, focused on the identification and development of high potential mineral opportunities in stable jurisdictions. Far Resources may acquire or option properties of merit to meet its ongoing goal to locate, advance and unlock the potential of these mineral opportunities. Far Resources currently has two mineral projects in place. The Zoro Lithium project covers a number of known lithium pegmatite occurrences and is located near Snow Lake, MB. Manitoba has been ranked as the world’s second best jurisdiction for mining investment by the Fraser Institute. The second project is the Winston project in New Mexico, USA, another historic mining property with potential for silver and gold; New Mexico is also listed by the Fraser Institute, ranking in the top 25 mining jurisdictions in the world. Please visit our updated website at [www.farresources.com](http://www.farresources.com) for full details on our current projects. Far Resources has optioned its wholly owned Tchentlo Lake Property in British Columbia, Canada to Alchemist Mining Inc.

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

Keith C. Anderson, President  
604-805-5035

**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 future results to differ materially from those expected. All of the forward-looking statements made in this news release are qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at [www.sedar.com](http://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 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.*