

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1 Name and Address of Company:

Miramont Resources Corp.
23rd Floor, 1177 West Hastings Street
Vancouver, B.C., V6E 2K3

ITEM 2 Date of Material Change:

April 12, 2019.

ITEM 3 News Release:

A news release was distributed via The Newswire and filed via SEDAR on April 12, 2019.

ITEM 4 Summary of Material Change:

Miramont Resources Corp. (CSE: MONT | OTCQB: MRRMF | FRA: 6MR) (“**Miramont**” or the “**Company**”) announced the appointment of Dr. Quinton Hennigh as Executive Chairman of the Company, Mr. Tyson King as President and Chief Executive Officer of the Company and that Mr. William Pincus will be leaving the Company and tendered his resignation as President, Chief Executive Officer and a member of the Board of Directors of the Company.

ITEM 5 Full Description of Material Change:

5.1 – Full Description of Material Change:

Reference is made to the press release attached hereto.

5.2 – Disclosure for Restructuring Transactions:

Not applicable.

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

Not Applicable.

ITEM 7 Omitted Information:

Not Applicable.

ITEM 8 Executive Officer:

Further information relating to this Material Change Report may be obtained from:

Leah Hodges, Corporate Secretary
Telephone: (604) 377-0403

ITEM 9 Date of Report:

DATED as of April 12, 2019.

MIRAMONT

RESOURCES

Miramont Announces Appointment of Executive Chairman, CEO and President

Vancouver, BC – April 12, 2019 – Miramont Resources Corp. (CSE: MONT | OTCQB: MRRMF | FRA: 6MR) (“**Miramont**” or the “**Company**”) is pleased to announce appointment of Dr. Quinton Hennigh as Executive Chairman of the Company. Dr. Hennigh has served as non-executive Chairman since November 2017. As Executive Chairman, Dr. Hennigh will be responsible for overseeing the control and direction of Miramont. Dr. Hennigh is an economic geologist with more than 25 years of exploration experience with major gold mining firms, including Homestake Mining, Newcrest Mining and Newmont Mining. Currently, Dr. Hennigh is President and Chairman of Novo Resources Corp and serves as a director for Irving Resources Inc., TriStar Gold Inc., Precipitate Gold Corp and NV Gold Corp.

Mr. Tyson King has been appointed as President and Chief Executive Officer of the Company. Mr. King is a co-founder of Miramont and has served in senior management roles since its inception, most recently as Vice-President. Mr. King will be responsible for the day-to-day operations and management of the Company and will report directly to Dr. Hennigh. Mr. King has over 10 years experience in the management of publicly trading and privately held companies in the commodities and natural resources sector. He has been actively engaged in overseeing the operations of numerous companies and has provided consulting services in connection with exploration activities. Mr. King holds a BA in Economics from the University of Calgary.

“I am very pleased to have the opportunity to take on a more active management role in the operations of Miramont” said Dr. Hennigh. “I also look forward to working more closely with Mr. King, who has been a driving force behind Miramont from the outset. Our plans moving forward include a continued assessment of all data from Cerro Hermoso and advancing the highly prospective Lukkacha project. The Company will also focus on identifying new exploration properties in Peru which could be acquired on reasonable terms”.

Miramont also announces that Mr. William Pincus will be leaving the Company and has tendered his resignation as President, Chief Executive Officer and a member of the Board of Directors of the Company. Quinton Hennigh, Chairman of the Board, noted: “The Board would like to thank Mr. Pincus for his service to the Company, especially helping establish Miramont as a Peruvian explorer. Mr. Pincus served with utmost integrity, candidness and forthrightness with all interactions with the board. We wish him well with his future endeavors.”

About Miramont Resources Corp.

Miramont is a Canadian-based exploration company with a focus on acquiring and developing mineral prospects within world-class belts of South America. Miramont’s key assets are located in southern Peru. The Cerro Hermoso property hosts a 1.4km diameter breccia pipe targeting gold - polymetallic mineralization, while the Lukkacha property is targeting porphyry copper mineralization.

On behalf of the Board of Directors,
MIRAMONT RESOURCES CORP.

Quinton Hennigh

Executive Chairman

For more information, please contact the Company at:

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Reader Advisory

This news release may contain statements which constitute “forward-looking information”, including statements regarding the plans, intentions, beliefs and current expectations of the Company, its directors, or its officers with respect to the future business activities of the Company. The words “may”, “would”, “could”, “will”, “intend”, “plan”, “anticipate”, “believe”, “estimate”, “expect” and similar expressions, as they relate to the Company, or its management, are intended to identify such forward-looking statements. Investors are cautioned that any such forward-looking statements are not guarantees of future business activities and involve risks and uncertainties, and that the Company’s future business activities may differ materially from those in the forward-looking statements as a result of various factors, including, but not limited to, fluctuations in market prices, successes of the operations of the Company, continued availability of capital and financing and general economic, market or business conditions. There can be no assurances that such information will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. The Company does not assume any obligation to update any forward-looking information except as required under the applicable securities laws.

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