

Form 51-102F3

Material Change Report

Item 1: Name and Address of Company

Belmont Resources Inc. ("Belmont" or the "Company")
#600-625 Howe Street
Vancouver, BC V6C 2T6
(604) 683-6648

Item 2: Date of Material Change

February 23, 2018

Item 3: News Release

Issued February 23, 2018 and distributed through the facilities of FSC Newswire, Canada Stockwatch, and Market News Publishing.

Item 4: Summary of Material Change

Belmont Resources Inc. announced that it will be making an application to the TSX Venture Exchange (the "Exchange") for a waiver to the private placement price as the proposed subscription price is below the minimum allowed pursuant to the policies.

The Company proposes to proceed with a financing of up to \$87,500 with 2.5 million units to be issued at \$0.035. Each unit will comprise of one common share and one transferable share purchase warrant (a "Warrant"). Each whole warrant will permit the holder to acquire one additional common share of the Company at a price of \$0.06 in the first year from closing and at \$0.10 in the second year from closing.

The Company may pay commissions of 8% to eligible parties in connection with this financing, payable either in cash and/or in warrants. The closing of the private placement, the issuance of the securities and the finder's fees are subject to a statutory hold period, and subject to the approval of the TSX Venture Exchange.

Item 5: Full Description of Material Change

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In addition to relying upon other available prospectus exemptions to effect the private placement, a portion of the private placement is being completed in accordance with the exemption set out in BC Instrument 45-536 (*Exemption from prospectus requirement for certain distributions through an investment dealer*), (the “**Investment Dealer Exemption**”). The Company also confirms there is no material fact or material change related to the Company which has not been generally disclosed.

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The Company intends to use the net proceeds from the private placement for continued exploration on its 100% owned Kibby Basin-lithium property, Nevada. Approximately \$20,000 will be expended on the final report and analysis of the recently completed AMT/MT resistivity survey and property staking. The balance of \$67,500 working capital will be required as follows: Regulatory fees - \$3,000; Office Rent & Communication expenses - \$3,000; Transfer Agent Fees - \$1,000; Investor & Shareholder Relations including travel & advertising -\$55,000; Legal \$2,000; and Miscellaneous - \$3,500.

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

This report is not being filed on a confidential basis.

Item 7: Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8: Executive Officer

Contact: Gary Musil , Chief Financial Officer/Director
Telephone: (604) 683-6648

Item 9: Date of Report

February 23, 2018