

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

CLIFFMONT RESOURCES LTD.
3703 – 1011 West Cordova Street
Vancouver, BC, V6C 0B2

2. Date of Material Change

March 1, 2012

3. Press Release

The press release was released on March 1, 2012 through various approved public media and filed with the TSX Venture Exchange and the British Columbia, Alberta and Ontario Securities Commissions.

4. Summary of Material Change(s)

See attached press release for details.

5. Full Description of Material Change

See attached press release for details.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Director

Nick DeMare, Director
Phone: (604) 685-9316

9. Date of Report

March 5, 2012.

CLIFFMONT RESOURCES LTD.

Suite 3403, 1011 West Cordova Street, Vancouver, BC, V6E 3V7 | Tel (604) 568-6894 | Fax (604) 568-6834

CLIFFMONT ANNOUNCES NON-BROKERED PRIVATE PLACEMENT

Vancouver, British Columbia – March 01, 2012 – Cliffmont Resources Ltd. (TSX-V - CMO) (the “Company”) is pleased to announce a non-brokered private placement of up to 5,000,000 units at \$1.00 per unit for gross proceeds of \$5,000,000. Each unit will consist of a share and one half of a transferable common share purchase warrant. Each whole warrant will have an exercise price of CAD \$1.25 and be exercisable for a period of 18 months from closing. The company will pay a finders' fees on a portion of the financing. The securities will be subject to a hold-period of four months from date of closing.

The net proceeds from this private placement will be used for the continued exploration of the San Luis Project and for general working capital purposes.

The proposed financing is subject to the approval of the TSX Venture Exchange.

ON BEHALF OF THE BOARD

“Jeff Tindale”

Jeff Tindale, President and CEO

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About Cliffmont

Cliffmont Resources is a publicly-listed (TSX-V: CMO) Vancouver-based mineral exploration company focused on advancing and developing exploration projects in Colombia. Cliffmont is located in the Department of Huila, a prolific historical mining area in central Colombia and has 100% ownership in the San Luis Project, comprising a 2,623 hectare tenement. The San Luis project includes principal targets of gold-silver bearing quartz veins while exploring for mineralization in stockwork, hydrothermal breccias, and gold and gold-copper porphyry. The San Luis district is mining friendly and is supported with a comprehensive infrastructure network. Cliffmont has assembled a strong management team while implementing ongoing community and social initiatives.

Forward Looking Statements. This Company news release contains certain "forward-looking" statements and information relating to the Company that are based on the beliefs of the Company's management as well as assumptions made by and information currently available to the Company's management. Such statements reflect the current risks, uncertainties and assumptions related to certain factors including, without limitations, competitive factors, general economic conditions, customer relations, relationships with vendors and strategic partners, the interest rate environment, governmental regulation and supervision, seasonality, technological change, changes in industry practices, and one-time events. Should any one or more of these risks or uncertainties materialize, or should any underlying assumptions prove incorrect, actual results may vary materially from those described herein.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.