

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

CLIFFMONT RESOURCES LTD.
Suite 1305 – 1090 West Georgia Street
Vancouver, BC, V6E 3V7

2. Date of Material Change

January 25, 2016

3. Press Release

The press release was released on January 25, 2016 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

Jeff Tindale, President
Phone: (604) 568-6894

9. Date of Report

January 25, 2016

CLIFFMONT RESOURCES LTD.

Suite 1305, 1090 West Georgia Street, Vancouver, BC, V6E 3V7 | Tel (604) 568-6894

NEWS RELEASE

CLIFFMONT ANNOUNCES RESIGNATION OF DIRECTORS AND OFFICER

Vancouver, British Columbia – January 25, 2016 – Cliffmont Resources Ltd. (TSX-V - CMO) (the “Company”) announces that, effective immediately, Messrs. Nick DeMare and Bruce Fair have resigned as directors of the Company and Mr. Darren Urquhart has resigned as Chief Financial Officer of the Company. The Board wishes to thank Messrs. DeMare, Fair and Urquhart for their contributions to the Company.

“Jeff Tindale”

Jeff Tindale, President and CEO

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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.”