FORM 51-102F3

Material Change Report
UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

1. **Name and Address of Company:**

   FAIRMONT RESOURCES INC.
   9285 – 203B Street
   Langley, BC
   V1M 2L9

   (the "Company")

2. **Date of Material Change:**

   April 14, 2010

3. **News Release:**

   A news release was disseminated on April 14, 2010 and was subsequently filed on SEDAR.

4. **Summary of Material Change:**

   The Company has that it has completed its Initial Public Offering of 4,000,000 common shares.

5. **Full Description of Material Change:**

   The Company announces that it has completed its Initial Public Offering of 4,000,000 common shares at a price of $0.15 per common share (the "IPO") for gross proceeds of $600,000. Canaccord Financial Ltd. (the "Agent") has been paid a cash commission equal to 8% of the proceeds from the sale of common shares pursuant to the IPO and a corporate finance fee comprised of 100,000 common shares, of which 20,000 are subject to a hold period expiring on August 14, 2010. Additionally, the Company has granted agent's warrants to the Agent entitling them to purchase up to 320,000 common shares at an exercise price of $0.20 per common share, exercisable on or before April 13, 2012. The Company currently has 8,255,000 common shares issued and outstanding.

   The Company also announces that it has received approval of its application to list its common shares on the TSX Venture Exchange ("TSX-V"). The Company's common shares will commence trading on the TSX-V on Thursday, April 15, 2010 under the trading symbol "FMR".

6. **Reliance on subsection 7.1(2) of National Instrument 51-102:**

   Not applicable.

7. **Omitted Information:**

   Not applicable.

8. **Executive Officer:**

   Robert Coltura, President, Chief Executive Officer and Director

   Ph: (604) 290-6152

9. **Date of Report:**

   April 14, 2010