FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Falco Pacific Resource Group Inc.
409 - 1080 Mainland Street
Vancouver, BC V6B 2T4

(the "Company")

Item 2 Date of Material Change

December 5, 2013

Item 3 News Release

The news release was disseminated on December 5, 2013 through the facilities of Marketwire Canada.

Item 4 Summary of Material Change

On December 5, 2013, the Company announced the results of its annual general and special meeting (the "Meeting") of the shareholders held on December 5, 2013. All items put forth at the Meeting were approved, including the adoption of an advance notice policy, adoption of a shareholder rights plan, the confirmation of the Company's 10% rolling stock option plan (as required by the policies of the TSX Venture Exchange), appointment of Davidson and Company LLP, Chartered Accountants, as Auditors of the Company for the ensuing year, and re-election of Kelly Klatik, James G. Davidson, Michael J. Byron, Darin W. Wagner and Gordon Neal to the board.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see attached news release dated December 5, 2013.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, contact:

Kelly Klatik
President & CEO
Telephone: 604-732-5840

Item 9 Date of Report

December 10, 2013

For Immediate Release NR 13-14

FALCO PACIFIC ANNOUNCES RESULTS OF 2013 AGM

(Vancouver, BC, December 5, 2013) Falco Pacific Resource Group Inc. (the "**Company**") (FPC:TSX-V) is pleased to announce the results of its annual general and special meeting (the "**Meeting**") of the shareholders held on December 5, 2013. All items put forth at the Meeting were approved, including the adoption of an advance notice policy (the "**Advance Notice Policy**"), adoption of a shareholder rights plan (the "**Rights Plan**"), the confirmation of the Company's 10% rolling stock option plan (as required by the policies of the TSX Venture Exchange), appointment of Davidson and Company LLP, Chartered Accountants, as Auditors of the Company for the ensuing year, and re-election of Kelly Klatik, James G. Davidson, Michael J. Byron, Darin W. Wagner and Gordon Neal to the board.

Advance Notice Policy

The purpose of the Advance Notice Policy is to provide a clear process for the shareholders, directors and management to follow when nominating directors of the Company. Such a policy will ensure that shareholders receive adequate notice of director nominations and sufficient information regarding all director nominees and allow shareholders to register an informed vote after having been afforded reasonable time for appropriate deliberation.

Shareholder Rights Plan

The Rights Plan is intended to provide the board of directors with adequate time to consider other alternatives to maximize shareholder value and to allow competitive bids to emerge. The Rights Plan will also help to ensure, to the extent possible, that all shareholders of the Company are treated equally and fairly in connection with any takeover bid for the Company.

For further details on the Advance Notice Policy and Rights Plan, please refer to the management information circular available on SEDAR.

About Falco Pacific Resource Group
Founded in 2012 with the acquisition of the 728 square km Rouyn Noranda Project in Quebec, Falco Pacific is led by an experienced exploration team and is focused on the rapid evaluation of precious and base metal targets in one of the world's great mining camps.

For more information, please go to www.falcopacific.com.

On behalf of the board of directors of:

FALCO PACIFIC RESOURCE GROUP

"*Kelly Klatik*"
President and CEO

For further information contact:

Mr. Dean Linden - Business Development
Falco Pacific Resource Group
Ph: +1.604.638.1429
info@falcopacific.com

Cautionary Note Regarding Forward-Looking Statements

Some of the statements contained in this release are forward-looking statements, such as statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results in each case could differ materially from those currently anticipated in such statements. All of the Company's public disclosure filings may be accessed via www.sedar.com and readers are urged to review these materials, including the latest technical reports filed with respect to the Company's mineral properties.