

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of the Company

Far Resources Ltd. (“**Far**” or the “**Issuer**”)
Unit 114B – 8988 Fraserton Court
Burnaby, B.C.
V5J 5H8

Item 2. Date of Material Change

March 2, 2017

Item 3. Press Release

A press release was disseminated through FSC Wire services on March 2, 2017.

Item 4. Summary of Material Change

The Issuer has entered into a binding agreement to acquire a 100% interest in the Winston gold project located in Sierra County, New Mexico from Redline Mineral Inc. and Southwest Land & Exploration Inc. for \$100,000 cash and 2,500,000 common shares of the Issuer payable as follows:

- (a) \$10,000, by way of non-refundable deposit, upon execution of the agreement (paid);
- (b) an additional \$40,000 and 2,500,000 common shares upon closing; and
- (c) the balance of \$50,000 within 60 days following closing.

The Winston project consists of 16 unpatented mining claims, the “LG Claims”, owned directly by the vendors and the right to acquire an additional 4 unpatented mining claims, the “Little Granite” claims, and 2 patented mining claims, the “Ivanhoe/Emporia claims” located in Sierra County, New Mexico. Additional cash payments totaling US\$434,000 and US\$361,375 will be payable to the owners of the Little Granite claims and Ivanhoe/Emporia claims, respectively, in accordance with the terms and conditions of the underlying purchase agreements in order to complete the acquisition of such claims.

The purchase agreement is subject to, among other things, a satisfactory due diligence review of the Winston project by the Issuer and is scheduled to close on or before March 31, 2017.

Item 5. Full Description of Material Change

The Issuer has entered into a binding agreement (the “**Purchase Agreement**”) to acquire a 100% interest in its Winston gold project located in Sierra County, New Mexico (the “**Winston Project**”) from Redline Mineral Inc. and Southwest Land & Exploration Inc. (together the “**Vendors**”).

The Winston Project consists of 16 unpatented mining claims, the “LG Claims”, owned directly by the Vendors and the right to acquire an additional 4 unpatented mining claims, the “Little Granite” claims, and 2 patented mining claims, the “Ivanhoe/Emporia claims” located in Sierra County, New Mexico. The Issuer originally acquired an option (the “**Option**”) in October 2014 (as subsequently amended) to earn up to an 80% undivided interest in the Winston Project for cash payments totaling \$430,000 (\$250,000 paid), 4,300,000 common shares of the Issuer (1,800,000 shares issued) and \$1,200,000 in exploration expenditures (see news releases dated October 21, 2014 and June 28, 2016).

Under the new Purchase Agreement, the Issuer has agreed to purchase a 100% interest in the Winston Project for \$100,000 cash and 2,500,000 common shares (the “**Payment Shares**”) of the Issuer payable as follows:

- (a) \$10,000, by way of non-refundable deposit, upon execution of the Purchase Agreement (paid);
- (b) an additional \$40,000 and 2,500,000 Payment Shares upon closing; and
- (c) the balance of \$50,000 within 60 days following closing.

The Payment Shares will be subject to a statutory hold period of four months and one day. 500,000 Payment Shares will be subject to an additional voluntary hold period expiring six months after closing and an additional 500,000 Payment shares will be subject to a further voluntary hold period expiring 8 months after closing.

Additional cash payments totaling US\$434,000 and US\$361,375 will be payable to the owners of the Little Granite claims and Ivanhoe/Emporia claims, respectively, in accordance with the terms and conditions of the underlying purchase agreements in order to complete the acquisition of such claims.

The Purchase Agreement is subject to, among other things, a satisfactory due diligence review of the Winston Project by the Issuer and is scheduled to close on or before March 31, 2017.

The Winston Project covers the past producing Little Granite and Ivanhoe-Emporia mines. The Issuer’s focus initially will be on the Little Granite mine, where limited drilling in the mid-1980s intersected high grade silver and gold values over approximately 120 metres strike length along a well-defined epithermal vein system. The vein remains open to the north and south, and at depth.

The Issuer has commenced a data review and compilation of available information from previous work and plans to carry out an initial 6 – 8 hole diamond drill program to validate the historical results over the summer. This work will be carried out under the supervision of a qualified person in compliance with the requirements of National Instrument 43-101 (“**NI 43-101**”).

The scientific and technical information regarding the Winston Project contained in this report has been reviewed and approved by Lindsay Bottomer, P.Geo., an independent director of the Issuer and a “Qualified Person” under NI 43-101.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Keith C. Anderson (President and Chief Executive Officer)
Tel. (604) 805-5035

Item 9. Date of Report

March 10, 2017.

FORWARD-LOOKING STATEMENTS

This material change report contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Issuer. Readers are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected. All of the forward-looking statements made in this report are qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. These forward-looking statements are made as of the date hereof and the Issuer does not assume any obligation to update or revise them to reflect new events or circumstances save as required under applicable law.