

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**CONTENT OF MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

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

**Item 2 Date of Material Change**

May 10, 2017

**Item 3 News Release**

The information pertaining to this material change was disseminated by news release via FSC Newswire on May 9 and May 17, 2017.

**Item 4 Summary of Material Change**

On May 9, 2017, Far Resources announced it had reached an agreement with the owners of the Zoro 1 mineral claim comprising the Company’s Zoro lithium property near Snow Lake, Manitoba to accelerate the exercise of the Company’s existing option to acquire a 100% interest in such claim in consideration for a total of 6,000,000 common shares of the Company at a deemed price of \$0.10 per share and a non-interest bearing promissory note for C\$100,000 payable in 12 months. The Company subsequently completed the acquisition of the Zoro 1 claim effective May 10, 2017.

**Item 5 Full Description of Material Change**

The Company has accelerated the exercise of its existing option to acquire a 100% interest in the Zoro 1 mineral claim comprising the Company’s Zoro lithium property near Snow Lake, Manitoba by issuing a total of 6,000,000 common shares of the Company at a deemed price of \$0.10 per share (the “**Payment Shares**”) and a non-interest bearing promissory note for C\$100,000 payable in 12 months to the owners of the claim (the “**Vendors**”). By accelerating the exercise of the option, the Company reduced its overall option payments to the Vendors under the original option agreement dated April 28, 2016 by C\$200,000. The Company has previously paid C\$50,000 cash and issued 1,000,000 shares to the Vendors under the original option agreement.

The 6,000,000 Payment Shares are subject to a statutory hold period of four months and one day from the date of closing on May 10, 2017; 1,666,667 Payment Shares are subject to an additional voluntary hold period expiring eight months after closing and an additional 1,666,667 Payment shares are subject to a further voluntary hold period expiring 12 months after closing. In order to facilitate the acceleration of the option, Keith Anderson, the President of the Company, transferred 1,000,000 “free-trading” common shares of the Company to the Vendors in exchange for 1,000,000 restricted Payment Shares.

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

This does not apply.

**Item 7 Omitted Information**

The Company has not omitted any information.

**Item 8 Executive Officer**

Keith Anderson  
Chief Executive Officer  
(604) 805 - 5035

**Item 9 Date of Report**

This report is dated May 17, 2017.