Form 51–102F3
Material Change Report

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1 Name and Address of Company

Bellhaven Copper & Gold Inc.
Suite 408 – 837 West Hastings Street
Vancouver, BC V6C 3N6

Item 2 Dates of Material Change

January 24, 2008.

Item 3 News Release

The Company filed a news release on January 24, 2008 with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release through Marketwire.

Item 4 Summary of Material Change

Bellhaven Copper & Gold, Inc. (TSX-Venture: BHV) ("Bellhaven" or the "Company") in conjunction with its joint venture partner Dominion Minerals Corp. (OTC: EMPL) was pleased to report copper and gold results from Hole CH-07-08 as part of the recently completed diamond drill program at the Cerro Chorcha porphyry copper project in the western highlands of Panama

Item 5 Full Description of Material Change

See Attached News Release.

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

Julio Benedetti
Tel. No. (507) 226-3967.

Item 9 Date of Report

January 24, 2008.

BELLHAVEN
COPPER & GOLD INC.

FOR IMMEDIATE RELEASE

Bellhaven & Dominion Intersect Additional Copper and Gold Mineralization and Extend Higher Grade Zone at the Cerro Chorcha Porphyry Copper Project in Panama.

Panama City, Panamá – Thursday, January 24, 2008. Bellhaven Copper & Gold, Inc. (TSX-Venture: BHV) ("Bellhaven" or the "Company") in conjunction with its joint venture partner Dominion Minerals Corp. (OTC: EMPL) is pleased to report copper and gold results from Hole CH-07-08 as part of the recently completed diamond drill program at the Cerro Chorcha porphyry copper project in the western highlands of Panama.

Hole CH-07-08 was drilled to test the eastern and south-eastern extent of both the structurally-controlled quartz-magnetite-sulphide stockwork zones (higher grade mineralization) and the larger porphyry-style mineralized system.

Highlights from Hole CH-07-08 include:

From/To	Length	Copper	Gold	Silver
0 to 270 m 0 to 886 ft	266 m 873 ft	0.41 %	0.06 g/t	pending
including 0 to 82 m 0 to 269 ft	82 m 269 ft	0.69 %	0.15 g/t	pending
0 to 28 m 0 to 92 ft	28 m 92 ft	0.98 %	0.25 g/t	pending

Copper values are by atomic absorption spectroscopy (AAS) analysis. Gold values by fire assay prep and AAS finish. Silver values by ICP-MS are pending final laboratory results. Analyses were performed by SGS Labs in Peru.

Hole CH-07-08 is a northwest directed -60 degree angle hole drilled from a site approximately 200 meters southeast of Hole CH-07-07. Hole CH-07-08 encountered a 28 meter, near-surface zone of quartz-magnetite-sulphide stockwork that hosts the higher grade (1.0 % copper and 0.25 g/t gold) mineralization. This stockwork zone is similar to the style and grade of mineralization in previously reported Holes CH-07-01 thru CH-07-07. This extends the higher grade mineralized zones at least 500 meters along strike to the east, from Arlo Hole G95-10 to Hole CH-07-08. Sixty (60) meters to the south of Hole CH-07-08 is vertical Hole G95-25 (Arlo, 1995) that assayed 1% copper from the surface to 40 meters, and bottomed at 522 meters in porphyry-style copper mineralization. Assay results from these Holes confirm that stockwork and porphyry-style mineralization remains open to the east and at depth. In addition, assay results from previously reported Holes CH-07-04, CH-07-05 and CH-07-07 suggest that porphyry-style mineralization is also open to the north. Maps and sections showing the location and assay results of all drill holes are available at the company's website at www.bellhavencg.com.

The zone of higher grade copper-gold-silver mineralization in Hole CH-07-08 is associated with stockwork veins and disseminations hosted in a quartz diorite to quartz monzodiorite porphyry within the Cerro Chorcha porphyry intrusive complex. The true thicknesses of the mineralized stockwork zones remain unknown as they are in a porphyry/stockwork environment.

This news release has been prepared under the supervision of Michael D. Druecker, Ph.D., P.Geo. who serves as the Qualified Person for this project under National Instrument 43-101. Sample protocol used at the project includes standards, duplicates and blanks for each sample shipment.

About Bellhaven Copper & Gold

Bellhaven Copper and Gold is one of Panama's leading exploration companies. Bellhaven controls highly prospective gold and copper concessions, totalling over 500 square kilometers, that are located in some of the most mineral-rich regions in the country. Gold has been mined in Panama as far back as the 1500's, when the Spanish extracted a million ounces of high-grade ore from the Cana mine. During modern times, the Santa Rosa and Remance gold mines operated during the 1990's and the Molejon Gold Project is scheduled to come online in 2008. Bellhaven's Cerro Quema project is slated for production in 2009. Adding greatly to the strength of the Company is the fact that many of its senior management and board members are residents and/or citizens of Panama. These individuals have a record of success and achievement, and enjoy excellent working relationships with the government, the native Indian tribes, and within the worldwide mining community.

On behalf of the board of directors,

Julio C. Benedetti, President, CEO
BELLHAVEN COPPER AND GOLD, INC.

Pini Althaus, President, CEO
DOMINION MINERALS CORP.

Investor Relations Contact:
Miguel Villahermosa

AGORACOM Investor Relations
http://www.agoracom.com/IR/Bellhaven

Toll Free: 1.866.599.5930