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

November 13, 2009.

Item 3 News Release

The Company filed a news release on November 13, 2009, with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release through Canada Stockwatch and Market News Publishing.

Item 4 Summary of Material Change

Bellhaven Copper & Gold Inc. (TSX-Venture: BHV) ("Bellhaven" or the "Company") announced that further to its news release dated September 25, 2009, Bellhaven has informed Yukon Gold Corp., Inc. of its decision to terminated the MOU entered into between the parties.

Item 5 Full Description of Material Chang

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

November 13, 2009.

BELLHAVEN
COPPER & GOLD INC.

Bellhaven Terminates MOU with Yukon for Cerro Quema interest

November 13, 2009. Bellhaven Copper & Gold Inc. (TSX-Venture: BHV) ("Bellhaven" or the "Company") announces that further to its news release dated September 25, 2009, Bellhaven has informed Yukon Gold Corp., Inc. of its decision to terminated the MOU entered into between the parties. Bellhaven is currently evaluating proposals from and in discussions with interested parties, including Yukon Gold, on the advancement and development of the Cerro Quema Gold deposit and nearby exploration ground.

The Cerro Quema gold project is a fully licensed and permitted exploitation concession with an approved EIS and an approved environmental management program which is continuing. Community and social relations in the area are very strong with a positive project approval by the communities. Community and social programs are continuing.

The Cerro Quema gold project is located on the Azuero Peninsula in the Los Santos province of southwestern Panama, about 45 kilometers southwest of the city of Chitre and approximately 190 kilometers southwest of Panama City. The project is accessible by paved road to the company offices and then by a seven-kilometre all-weather road to the site. Cerro Quema contains near-surface, measured and indicated resources of 451,400 ounces of gold with an average grade of 0.93 gram per tonne at a cut-off grade of 0.30 gram per tonne.

On behalf of the board of directors,

Julio C. Benedetti, President and CEO
BELLHAVEN COPPER & GOLD INC.

Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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