

**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

April 6, 2010.

Item 3 News Release

The Company filed a news release on April 6, 2010, 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

Panama, April 6, 2010. Bellhaven Copper & Gold Inc. (the “Company” or “Bellhaven”) (TSX-V: BHV) is pleased to announce that it has formed the Bellhaven Advisory Board (the “Advisory Board”) to provide expertise and consultation to the Bellhaven Board of Directors and management in matters related to the Company’s operations in Colombia and Panama. Four initial appointees to the Advisory Board bring considerable depth regarding mineral exploration, mining, business development, country/cultural understanding, and financial acuity.

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

April 6, 2010.



B E L L H A V E N

COPPER & GOLD INC.

FOR IMMEDIATE RELEASE

BELLHAVEN ANNOUNCES FORMATION OF ADVISORY BOARD TO SUPPORT STRATEGIC RE-FOCUS ON EXPLORATION IN COLOMBIA/ PANAMA

Panama, April 6, 2010. Bellhaven Copper & Gold Inc. (the “Company” or “Bellhaven”) (TSX-V: BHV) is pleased to announce that it has formed the Bellhaven Advisory Board (the “Advisory Board”) to provide expertise and consultation to the Bellhaven Board of Directors and management in matters related to the Company’s operations in Colombia and Panama. Four initial appointees to the Advisory Board bring considerable depth regarding mineral exploration, mining, business development, country/cultural understanding, and financial acuity.

The four appointees to the newly created Advisory Board are:

Mr. Enrique Ho-Fernandez, MBA, London Business School (UK). Mr. Ho-Fernandez was the former regional principal in Panama for Aureos Capital Limited, a US\$1.2 B global private-equity fund headquartered in London, UK. Aureos Capital is actively involved in buy-outs throughout Mexico, Central America, Peru, Colombia and other emerging markets. Mr. Ho-Fernandez’s previous financial and advisory roles with Amadeus Capital Partners (UK), Latin America Export Bank (Panama), and Chase Manhattan Bank (Panama) highlight an extensive experience in private equity, banking and investment banking in Latin America. Mr. Ho-Fernandez served as advisor for the Republic of Panama’s current President, Mr. Ricardo Martinelli, during both the 2004 election campaign and the 2009 re-election campaign. Mr. Ho-Fernandez currently serves as an independent advisor to multinational companies and investment funds, is a board member on nine corporate boards spanning five countries in Latin America, and publishes editorials in Panama.

Mr. George Putnam, MBA (Finance), Duke University. Mr. Putnam is the former CFO for QGX Ltd., a TSX-listed exploration company sold in 2008 to Kerry Holdings Limited. of Hong Kong for C\$259M. Prior to QGX, Mr. Putnam worked for over 20 years for BHP (now BHP-Billiton) and GE/Utah International. He held division CFO roles in a petroleum refining and marketing business for BHP Hawaii (annual revenue US\$1.1B) and for BHP Manganese (annual revenue US\$350M), a mining and smelting-and-refining business located in Australia. His past work experiences include acquisitions and divestitures for BHP and other clients, including associated financings. Mr. Putnam played a key role in the development of QGX’s mineral properties and supporting the corporate sale in September, 2008. Mr. Putnam is currently advising Bellhaven directly on strategy matters, in addition to his work on the Advisory Board.



Mr. Casey Danielson, BSc (Geology), Western Illinois University. Mr. Danielson is a senior geologist and mineral exploration professional with over 30 years experience in metals exploration in North, Central, and South America. Mr. Danielson served as VP exploration for Tombstone Exploration (now Rusoro Mining, TSX-V: RML). He previously worked as technical manager for Echo Bay Mines Ltd. (now Kinross Gold, NYSE: KGC), where he directed US\$6M/year in exploration budgets and 15+ field staff, and as an exploration geologist for Tenneco Minerals Company, Occidental Minerals Company, and Getty Minerals Company. Mr. Danielson has managed gold exploration programs for various mining companies in Peru, Ecuador, Bolivia, Brazil, Venezuela, Mexico, Honduras, and Canada. Mr. Danielson currently supports clients as an independent exploration consultant, and is advising Bellhaven directly on exploration matters in addition to his role on the Advisory Board.

Ms. Maria Isabel Patino, Law Degree, University of Los Andes (Bogota, Colombia), Masters Degree, Laws in Admiralty, Tulane University, Member, Louisiana State Bar. Ms. Patino is highly knowledgeable in Colombian business regulation and law. She most recently managed two important initiatives in the energy sector; one related to thermal coal and another for a sugar cane based ethanol plant. Ms. Patino is the senior executive director for Corporación Visionarios por Colombia, engaged in civic advocacy, education projects, urban mobility, transportation and public services. Between 2001 and 2003, she served as the head of the Urban Development Institute, the public entity that builds and maintains the mobility infrastructure of the 7 million inhabitants in Bogotá, Colombia.

Ms. Patino ran for vice president in the 2006 Colombian presidential election alongside Bogotá's former mayor, Antanas Mockus (Alianza Social Indigena Party). Ms. Patino is a past executive president of ASOCOFLORES, the Colombian flower exporters association, and for AGURA, the Banana Producers Association of Colombia. She is the former executive committee coordinator for the United Nation's Alexander Humboldt Institute bio-trade project promoting sustainable agricultural production, and the former executive president of CECEU, the Entrepreneurial Council of Colombia. Ms. Patino currently supports clients as an independent law and business consultant, actively serves on four boards as an independent director, and is advising Bellhaven directly on Colombian legal and country matters, in addition to her role on the Advisory Board.

Mr. Julio Benedetti, Bellhaven's President and CEO, commented as follows:

"We are very excited to have these four advisors to guide Bellhaven regarding a wide variety of issues related to our activities in Panama and Colombia. Enrique is obviously a superb resource in terms of his regional and global financial contacts, and his strong connection to the social, political, and business communities of Panama. Maria Isabel brings similar experiences with respect to Colombia. Her many leadership roles in government and business give her an ability to advise and guide Bellhaven with respect to business, community, and environmental issues related to exploration/mining in Colombia. Casey brings a practical guidance and focus to our exploration efforts in both Colombia and Panama. His familiarity



with exploration in Latin America and his years of work in the region will be of immediate value. George brings valuable strategic and business planning skills to the team. We also expect to benefit from his financial and economic perspectives to ensure we maximize our exploration spending to grow shareholder value.”

About Bellhaven:

Bellhaven Copper & Gold Inc., is a Canadian-listed (TSX-V: BHV), mineral exploration company, exploring for gold and copper in Panama and Colombia. The Company’s objective is to become the best gold-copper company operating in Panama and Colombia, by discovering, acquiring, and developing high-quality resources in a safe and responsible manner to the benefit of all of our stakeholders.

The Company’s principal assets include one mining (exploitation) concession, three exploration concessions, and ten exploration concession applications on copper and gold prospects in Panama, totaling 117,613 hectares, the La Ventura prospect consisting of three exploration concession blocks and 6,400 hectares in the San Lucas gold belt in northeastern Colombia, and 100% control of the Cerro Quema gold-(copper) project (high-sulphidation epithermal deposit) on the Azuero Peninsula in Panama. The Company announced a letter of intent (LOI) with Pershimco Resources (TSX-V: PRO) on January 4th, 2010, to develop Cerro Quema, whereby Pershimco can earn up to a 75% equity interest in the project, plus an option to purchase (US\$5M) an additional 10%.

On behalf of the board of directors,

Julio C. Benedetti, President, CEO

BELLHAVEN COPPER & GOLD INC.

Corporate Contact:

Julio Benedetti

Int’l No: +507-226-3967

Investor Relations Contact:

Patrick Abraham

Int’l No: +507-340-9501

For more information, please visit the Company’s web site at www.bellhavencg.com

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